



State of Maine Dispensary Application District 7

Maine Modern Medicines
August 19, 2010

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Ms. Catherine Cobb
Division of Licensing and Regulatory Services
Maine Department of Health and Human Services
Attention: Open Application for Dispensary Services
41 Anthony Ave.
Augusta, Maine 04333-0011

Dear Ms. Cobb & Application Review Committee:

Maine Modern Medicines ("MMM") is pleased to submit for review an application for the operation of a Maine Medical Marijuana Dispensary in District 7. Enclosed are four (4) copies of the application, a CD with application documents, the signed original application and a bank check for \$15,000.

(MMM), a Maine-based non-profit organization, comprised of medical cannabis patients, caregivers, and supporters, non-profit and for profit leaders all with extensive medical cannabis expertise who joined together in the delivery of top-quality, patient-focused care. We developed a business plan designed to position the organization as Maine's leading cultivator and dispenser of top-quality, organically grown medical cannabis that will ensure our recognition as a respected opinion leader in the medical cannabis industry. By offering our clients a secure, friendly, and comfortable environment in which to access their medicine, receive cannabis education, and mental health/wellness counseling services, MMM desires to be the dispensary of choice for Maine's medical marijuana market.

MMM is applying for two dispensary licenses (District 1 and District 7). If awarded both licenses, there will be a centralized grow facility in Saco, Maine. If we awarded a license for District 1 (separate application), the Dispensary and grow location will be Saco, Maine. If awarded only District 7, the grow facility will be located in Livermore, Maine. With a separate dispensary retail location in Hancock, Maine.

This completed application package contains a number of supplemental documents covering but not limited to cultivation, cannabis product handling and distribution, dispensary, human resources, security, edibles handling and production, professional recommendations, governance and finances, leadership resumes and biographies, and other supplemental material. We believe that this material demonstrates to the Maine Department of Health and Human Services ("DHHS") the caliber and character of our organization and ensures a viable plan upon license award.

Given that the State of Maine has taken historic steps by issuing medical marijuana licenses to an initial eight districts, we believe that the success of all awardees is inextricably linked. Each organization must operate at the highest professional and ethical standards in order to demonstrate to the State that issuing these licenses was a sound business practice that benefited the entire Maine population. To that end, MMM, with its goal of delivering top-quality services and products as well as operating a fiscally sound and community oriented organization, is pledging itself as a partner with the State in the review and analysis of this market, in the event the State decides to pursue such a strategy, to ensure long term market sustainability and organization vitality. We believe doing so further demonstrates our commitment to the heightened professional and personal expectations of the State and her residents.

On behalf of the Board of Directors and supporters of MMM, we appreciate the opportunity to submit this application to DHHS and thank you in advance for your review of our packet and supplemental materials. We truly look forward to the pending review process and working with DHHS in this historic venture.

Respectfully,

A handwritten signature in cursive script that reads "Brian Connolly". The signature is written in dark ink and is positioned above the printed name.

Brian Connolly
Acting CEO
Maine Modern Medicines

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Attn: Medical Marijuana Program
DHHS Division of Licensing and Regulatory Services
11 State House Station
Augusta, ME 04333



Medical Marijuana Program
Application/Renewal Form

This application is for: **Registered Dispensary**

Section 1 IDENTIFICATION INFORMATION

Legal Name of Dispensary
Maine Modern Medicines

Charter Number **20100492ND**

Date of Incorporation **6/15/10**

Business Location (proposed)

1424 US Highway One

Hancock ME 04640

(city, state, zip code)

Telephone: **(207) 619 - 3784**

Mailing Address **60 Young Street**

(city, state, zip code) **South Berwick, ME 03908**

Section 2 ORGANIZATIONAL INFORMATION

Name of Chief Executive Officer
Brian Connolly, Acting CEO

Telephone number if different
than above

Note: will be hired as an employee; will not sit on the board

(781) 395 - 8680

Mailing Address, if different than above

Schedule A, Board of Directors and Officers

See attached below, page 8

Schedule B, Employees

See attached below, page 8

Schedule C, Bylaws of the Non-Profit Corporation

See attached below, page 8

Schedule D, Location of Grow Site, if different than Location of Dispensary

Schedule E, Policies and Procedures

Schedule E-1: Personnel

See attached below, page 13

Schedule E-2: Growing and Cultivation

See attached below, page 23

Schedule E-3: Inventory Control

See attached below, page 28

Schedule E-4: Food Preparation

See attached below, page 29

Schedule E-5: Quality Control

See attached below, page 31

Schedule E-6: Copies of Educational Materials

See attached below, page 32

Schedule E-7: Critical Incident Reporting

See attached below, page 42

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redacted.**



Schedules

❖ **Schedule A: Board of Directors and Officers**

Patti Fousek, Board President

Joe Pickering, Board Vice President

Roger Soucy Jr., Treasurer/Secretary

Ben Campo, Board member

Brian Eagar, Board member

Ron Fousek, Board member

Brendan McGann, Board member

❖ **Schedule B: Employees**

Brian Connolly, Acting CEO

Ron Fousek, Deputy Director/Director of Patient Education & Outreach

Richard Lewis, Director of Transportation

Brian Eagar, Dispensary Manager/Edibles Production

Brendan McGann, Dispensary Manager/IT Director

Anthony Ciechon, Director of Cultivation

Senior Agricultural Technician – to be hired

Business Office Manager – to be hired

Patient Liaisons, part-time – to be hired

❖ **Schedule C: Bylaws of the Non-profit Organization**

Bylaws

Article I

Purposes

Maine Modern Medicines (hereinafter referred to as the "Corporation") has been formed for the purposes set forth in its certificate of Incorporation. The purpose of the Corporation, as adopted by its Board of Directors, is: to provide a wide array of holistic and medical counseling with the basis of revenue from the agricultural growth, processing and dispensing of Medicinal Cannabis

The name of the Corporation, or the names of any of its officers and directors, shall not be used for any purpose not related to the policies of the Corporation, as determined by the Board of Directors. The Corporation shall be non-commercial, non-sectarian and non-partisan.

Article 2

Board of Directors

Section 1. Powers and Number. The Board of Directors shall have the general power to control and manage the affairs and property of the Corporation in accordance with the purposes and limitations set forth in the Certificate of Incorporation, and the policies set forth in Article 1. The number of directors constituting the entire Board shall consist of no more than 20 and no fewer than 3 directors.

Section 2. Election and Term of Office. The directors shall be elected to hold office for three-year terms; provided, however, that an alternate director elected to fill an unexpired term (whether resulting from the death, resignation or removal of a director to created by an increase in the number of directors) shall hold office until the next election of directors. Directors shall be elected at the annual meeting of the Board of Directors by a vote of a majority of the entire Board. Each director so elected shall continue in office until his or her death, resignation or removal. Directors may be re-elected to any number of consecutive terms, but re-election shall only be upon a showing that each director has met the duties and responsibilities for directors in an exemplary manner.

Section 3. Nominations. The Board of Directors shall consider potential nominees each year proposed by members of the Board, the Corporation's staff, and the members of the Corporation in good standing. The Board of Directors may elect or re-elect some, all, or none of the nominees at the annual meeting of the Board.

Section 4. Alternate Board Members. At the annual meeting, the Board of Directors may appoint a minimum of two and a maximum of five nominees to be "alternate members" of the Board of Directors. Alternate board members are subject to the same eligibility requirements as directors. Upon the death, resignation or removal of a director, the Board of Directors shall appoint an alternate director to fill the unexpired term until the expiration of that term.

Section 4. Removal. Any director may be removed at any time for cause by a vote of two thirds of the entire Board at any regular meeting, or at any special meeting of the Board called for that purpose, provided that at least one week's notice of the proposed action shall have been given to the entire Board of Directors then in office. A director who misses three consecutive meetings shall be automatically removed, but may be reinstated by a vote of a majority of the entire Board for good cause shown.

Section 5. Resignation. Any director may resign from the Board at any time. Such resignation shall be made in writing or orally to the President, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the President. No resignation shall discharge any accrued obligation or duty of a director.

Section 6. Vacancies and Newly Created Directorships. Any newly created directorships and any vacancies on the Board of Directors arising at any time and from any cause may be filled by an alternate director at any meeting of the Board of Directors by a vote of the majority of the directors then in office, regardless of their number, and the directors so elected shall serve until the next annual meeting.

Section 7. Meetings. Meetings of the Board of Directors may be held at any place within the United States as the Board may from time to time fix, or as shall be specified in the notice or waivers of notice thereof. The annual meeting of the Board shall be held at a time and place fixed by the Board and for this meeting only, a director must be physically present to vote. Other regular meetings of the Board shall be held no fewer than four times during the year. The number of regular meetings for the upcoming year shall be determined by the Board each year at the annual meeting. Special meetings of the Board shall be held whenever called by the President or by a majority of the Board of Directors.

Section 8. Notice of Meetings. Notice of the time and place of each regular, special or annual meeting of the Board, together with a written agenda stating all matters upon which action is proposed to be taken shall be sent by email, facsimile or postal mail to each director at his or her residence or usual place of business (or at such other address as he or she designates), at least seven days before the day on which the meeting is to be held; provided, however, that notice of special meetings to discuss matters requiring prompt action may be given personally or by telephone, no less than forty-eight hours before the time at which such meeting is to be held.

Section 9. Definition of "Meeting." Directors of the Corporation live and work across the breadth of the State of Maine. Physically gathering at the same location at the same time can be difficult. Thus, a meeting is defined as any tele-conference or physical gathering of directors, or combination thereof, of which proper notification (as defined above) has been provided, and in which the President plus at least 50% of the rest of the entire Board participate. The exception, per above, is the annual meeting.

Section 10. Quorum and Voting. Unless greater proportion is required by law, 50% of the entire Board shall constitute a quorum for the transaction of regular business or of any specified item of

business, other than the removal of a director or employee of the Corporation. The Board shall attempt to resolve questions by consensus. Where a vote is required, only directors participating by telephone or in person may vote.

Section 11. Duties and Responsibilities for Directors. Directors shall be responsible for promoting the purposes of the Corporation set forth in Article 1. Directors shall assist in raising funds for the Corporation, and shall also be actively involved in fulfilling such duties and responsibilities as are determined from time by a majority vote of the Board of Directors.

Section 12. Committees of the Board. The Board, by vote of a majority of the entire Board, may establish and appoint a Nominating Committee, and any other standing committees which it deems appropriate. The President shall appoint the Chairperson of each existing committee at the annual meeting for a period of one year. The President shall appoint the Chairperson of any newly-created committee at the time it is established. The President may remove the Chairperson of any Committee at any time. Each Committee so appointed shall consist of two or more directors and shall have the authority delegated to it by vote of the Board, except that committees shall not be granted authority assigned to the entire Board including, but not limited to the following matters:

1. the filling of vacancies on the Board or on any committee;
2. the amendment or repeal of the by-laws or the adoption of new by-laws;
3. the amendment or repeal of any resolution or vote of the Board;
4. the removal of directors or termination of employees

Special committees may be appointed by the President with the consent of the Board and shall have only the powers specifically delegated to them by the Board. Members of the Corporation may be invited by the Chairperson of each Committee to serve on that Committee for one year.

Section 13. Compensation. Directors shall not receive any salary or compensation for their services as directors.

Article 3

Officers, Employees and Agents

Section 1. Officers. The Officers of the Corporation shall be a President, Vice-President, Secretary, and Treasurer. Officers shall be members of the Board of Directors. One person may hold more than one office in the Corporation. No instrument required to be signed by more than one officer may be signed by one person in more than one capacity. The Board of Directors shall have the authority to elect such additional officers as it deems necessary.

Section 2. Election, Term of Office and Removal. At the annual meeting of the Board of Directors, the Nominating Committee shall submit to the Board of Directors names of potential officers for election or re-election. The officers of the Corporation shall be elected for three-year terms at the annual meeting of the Board of Directors. Officers may be re-elected to any number of consecutive terms. Each officer shall assume his or her office immediately after the election, and continue in office until his or her successor shall have been elected and qualified, or his or her death, resignation or removal.

Section 3. Other Employees and Agents. The Board of Directors may from time to time appoint employees and agents it deems necessary. Each will serve at the pleasure of the Board of Directors and shall have such authority and perform such duties as the Board of Directors may determine. No such employee or agent shall be a director of the Corporation. Once an executive director is hired, the executive director shall answer to the Board of Directors and all other employees shall answer to the executive director.

Section 4. Removal. Any officer, employee or agent of the Corporation may be removed with cause by a vote of two-thirds of the entire Board.

Section 5. Vacancies. In case of any vacancy in any office, a successor to fill the unexpected portion of the term may be appointed by the President. Any officer so elected shall hold office scheduled for election of officers, and until his or her successor shall have been elected and qualified. In case a

vacancy occurs in the office of the President, the Vice President shall fill the office of the President until an election can be held at the next regular meeting of the Board of Directors.

Section 6. President: Powers and Duties. The President shall give notice of, and preside at, all meetings of the Board of Directors. The President shall give general supervision over the affairs of the Corporation, and shall keep the Board of Directors fully informed about the activities of the Corporation. He or she shall have the power to sign and execute in the name of the Corporation all contracts authorized either generally or specifically by the board. The President may delegate this authority to other officers or the paid staff with the permission of the board. The President shall also have such other powers and perform such other duties as the Board of Directors may prescribe.

Section 7. Vice President: Powers and Duties. The Vice President shall act as aide to the President and have such other powers and perform such other duties as the Board of Directors may from time to time prescribe. In the absence or inability of the President to act, a Vice President selected by vote of the Board shall perform the duties of the President.

Section 8. Secretary: Powers and Duties. The Secretary shall keep the minutes of the annual meetings of the Board of Directors and perform such other duties as the Board may prescribe.

Section 9. Treasurer: Powers and Duties. The Treasurer shall have general oversight with respect to, and shall approve, the annual budget. The Treasurer shall also retain an independent auditor to conduct audit report, if required by law or requested by the Board of Directors. The Treasurer shall also have oversight responsibility for all financial matters (as the Board of Directors may prescribe). Until the appointment of staff, the Treasurer shall assume the responsibilities detailed in this section. The Treasurer shall have custody of all the funds of the Corporation, and shall keep or cause to be kept complete and accurate accounts of receipts and disbursements of the Corporation, and shall deposit or cause to be deposited all moneys, evidences of indebtedness and other valuable documents of the Corporation in the name and to the credit of the Corporation in such banks or depositories as the Board of Directors may designate. The Treasurer shall at all reasonable times exhibit the books and accounts to any officer or director of the Corporation, and shall perform all such other duties as the Board may from time to time prescribe. At the annual meeting of the Board of Directors, the Treasurer or staff so designated by the board shall present a report showing in appropriate detail: (1) the assets and liabilities of the Corporation as of a twelve month fiscal period terminating not more than six months prior to the meeting; (2) the principal changes in assets and liabilities during that fiscal period; and (3) the revenues or receipts of the Corporation, both general and restricted to particular purposes, the Corporation, for that fiscal period; and (4) the expenses or disbursements of the Corporation, for both general and restricted purposes, during said fiscal period. The report shall be filed with the minutes of the annual meeting of the Board.

Section 10. Delegation of Powers. To the full extent allowed by law, the Board of Directors may delegate to any employee or agent any powers possessed by the Board of Directors and may prescribe their respective title, terms of office, authorities and duties. The President may delegate to the staff the power to sign and execute alone in the name of the Corporation all contracts authorized generally or specifically by the Board, unless the Board shall specifically require an additional signature.

Section 11. Compensation. The staff and other employees or agents of the Corporation may receive a reasonable salary or other reasonable compensation for services rendered to the Corporation when authorized by a majority vote of the Board of Directors. The officers shall receive no salary or compensation for their services.

Article 4

Contracts, Checks, Bank Accounts And Investments.

Section 1. Checks, Notes and Contracts. The Board of Directors is authorized to select the banks or depositories it deems proper for the funds of the Corporation. The Board of Directors shall determine who shall be authorized in the Corporation's behalf to sign checks, notes, drafts, acceptances, bills of exchange and other orders or obligations for the payment other documents and instruments.

Section 2. Investments. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested as the Board of Directors may deem desirable.

Article 5

Office And Books

Section 1. Office. The principle office of the Corporation shall be located in the state capital or city represented. A complete record of the Corporation's financial and programmatic activities as described in Art. 6 Sec. 2. must be available to the public at an office of the Corporation or one of its member groups.

Section 2. Books. There shall be kept at the principal office of the Corporation correct and complete books of account of the activities and transactions of the Corporation; a minute book, which shall contain a copy of the certificate of incorporation, a copy of these by-laws, and all minutes of meetings of the Board of Directors and any committee thereof; and a current list or record containing the names and addresses of all directors and officers of the Corporation.

Article 6

Fiscal Year

The fiscal year of the Corporation shall commence January 1st and end December 31st (or July 1st and end June 30th of the following calendar year, etc.).

Article 7

Corporate Seal

The seal of the Corporation shall contain the words "Maine Modern Medicines" or similar expression of a design approved by the Board of Directors.

Article 8

Indemnification

The Corporation may to the fullest extent now or hereafter permitted by and in accordance with the standards and procedures provided by this state's Not-for-profit Corporation Law and any amendments thereto, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, against judgments, fines, penalties, amounts paid in settlement and reasonable expenses, including attorneys' fees. The Corporation is authorized to purchase and maintain insurance for the indemnification of itself, directors and officers.

Article 9

Amendments

These by-laws may be amended or repealed at any meeting of the Board of Directors by a vote of two-thirds of those eligible to vote. Adoption of this set of By-laws completely supersedes all prior By-laws and Amendments.

Schedule E: Policies and Procedures

❖ E-1: Personnel

Below is a sampling of our personnel policies and procedures. Please see our Employee Handbook (Exhibit A, page 73) for full policies and procedures.

A. Personnel Policies

EMPLOYMENT AT WILL

Employment with Maine Modern Medicines is voluntarily entered into, and the employee is free to resign at will at any time with or without cause or notice. Similarly, Maine Modern Medicines may terminate the employment relationship at will at any time with or without cause or notice, so long as there is no violation of applicable federal or state law. Policies set forth in this handbook are not intended to create a contract, nor are they to be construed to constitute contractual obligations of any kind or a contract of employment between Maine Modern Medicines and any of its employees.

The policies of the handbook have been developed at the discretion of management and, with the exception of employment at will, these policies and terms and conditions of employment with Maine Modern Medicines may be modified at the sole discretion of Maine Modern Medicines with or without cause or notice at any time. No implied contract concerning any employment-related decision or term or condition of employment can be established by any other statement, conduct, policy, or practice. Terms and conditions include, but are not limited to, promotion, demotion, hiring, compensation, benefits, discipline, layoff, job duties, schedules or any other terms and conditions that Maine Modern Medicines may determine to be necessary for the safe, efficient and economic operation of its business.

CONFIDENTIALITY

Maine Modern Medicines (The Company) considers its confidential and proprietary information, including the confidential and proprietary information of our patients/customers, to be one of its most valuable assets. As a result, employees must carefully protect and must not disclose to any third party all confidential and proprietary information belonging to the Company or its patients/customers. Such protected information includes, but is not limited to, the following: patient files, matters of a technical nature, such as computer software, product sources, product research and designs; and matters of a business nature, such as customer/patient lists, customer contact information, associate information, on-site program and support materials, candidate and recruit lists and information, personnel information, placement information, pricing lists, training programs, contracts, sales reports, sales, financial and marketing data, systems, forms, methods, procedures, and analyses, and any other proprietary information, whether communicated orally or in documentary, computerized or other tangible form, concerning the Company's or its customers' operations and business.

Employees should ensure that any materials containing confidential or proprietary information are filed and/or locked up before leaving their work areas each day. During the workday, employees should not leave any sensitive information lying about or unguarded.

If you have any questions about this policy, consult your supervisor or the CEO.

EQUAL OPPORTUNITY EMPLOYMENT

Maine Modern Medicines is an equal opportunity employer and strives to comply with all applicable laws prohibiting discrimination based on race, color, sex, age, religion, national origin or ancestry, physical or mental disability, marital status, veteran status, and any other basis protected by federal and state laws. This applies to all terms and conditions of employment, including, but not limited to, hiring, placement, promotion, termination, layoff, transfer, leaves of absence, compensation and training.

Maine Modern Medicines expressly prohibits all such unlawful discrimination and all persons involved in the operations of Maine Modern Medicines are prohibited from engaging in any type of discriminatory conduct.

If you have questions or concerns about discrimination in the workplace, you are encouraged to bring your concerns to the attention of your immediate supervisor, the CEO or the President of the Board of Directors of Maine Modern Medicines, regardless of whether you or someone else is the subject of the discrimination.

Once you have expressed your concerns, Maine Modern Medicines will conduct an investigation. Maine Modern Medicines prohibits any and all retaliation for submitting a report of unlawful discrimination and for cooperating in any investigation. Any manager or employee who retaliates against the person making the complaint will be disciplined, up to and including termination from employment. In addition, if the investigation determines that prohibited discrimination occurred, Maine Modern Medicines will take disciplinary action up to and including termination of employment. You will be informed about the actions Maine Modern Medicines takes to resolve the complaint.

INTRODUCTORY PERIOD

Every new employee goes through an initial period of adjustment in order to learn about the company and about his/her job. During this time the employee will have an opportunity to find out if he/she is suited to, and likes, his/her new position. The initial employment period also gives the employee's supervisor the opportunity to evaluate the employee's performance.

Maine Modern Medicines refers to this initial period as the "Introductory Period" and uses this time to evaluate employee capabilities, work habits, and overall performance. Completion of the introductory period does not guarantee continued employment. Either the employee or Maine Modern Medicines may end the employment relationship at will at any time during or after the introductory period, with or without cause or advance notice.

All new and rehired employees work on an introductory basis for the first 90 calendar days after their date of hire. Any significant absence will automatically extend an introductory period by the length of absence. If Maine Modern Medicines determines that the designated introductory period does not allow sufficient time to thoroughly evaluate the employee's performance, the introductory period may be extended for a specified period of time.

Upon satisfactory completion of the introductory period, the employee and his/her supervisor may discuss his/her performance. Provided his/her job performance is satisfactory, he/she will continue employment as an at-will employee. During the introductory period, new employees are eligible for those benefits that are required by law, such as workers' compensation insurance and social security. After the introductory period, they may be eligible for other Maine Modern Medicines -provided benefits, subject to the terms and conditions of each benefit program.

TRAINING & EDUCATION

All employees from the CEO or Designee and all other members of the organization will be required to attend training classes on a regular basis as established by the organization. Patient Liaisons must attend these sessions prior to employment in the Dispensary.

Training & Education will include, but not be limited to:

- Maine State laws governing medical cannabis
- Medical cannabis industry and changes
- Policies, procedures, and rules of the Company and DHHS
- Safety, patient care, and Red Cross training

HIRING PAPERWORK

1. All employees are hired on a 3-month probationary period and must pass all required security and drug testing prior to the start of any position at MMM.
2. All employees will be required to complete an employment application, receive an interview by upper management, and verification positive references prior to hiring,
3. Your supervisor will provide specific, clear, and concise job descriptions.
4. Employees are required to have background and drug testing prior to hiring,
5. Employees are required, by law, to complete an I-9 and W-4 form and provide all required proofs of identification and citizenship
6. Employees will be required to have dispensary registry identification cards as per the Rules of DHHS.
7. Employees CAN NOT begin work until all paperwork is completed and forwarded to the HR/Payroll department and DHHS.
8. It is strongly recommended that employees use direct deposit for their payroll: Direct deposit forms are provided by your supervisor
9. Support Staff will forward completed forms and other required paperwork to HR/Payroll department.
10. All employees must commit to attending an orientation program before they can start their first shift.

TIMEKEEPING RULES FOR NON-EXEMPT EMPLOYEES

Maine Modern Medicines strives to ensure that employees are paid in compliance with the Fair Labor Standards Act (FLSA). The FLSA is a federal law that protects employees from unfair pay practices and guarantees payment of minimum wage and applicable overtime to non-exempt employees.

The following rules are designed to ensure that Maine Modern Medicines is in compliance with FLSA and that employees are being paid fairly and legally:

Each employee must keep an accurate record of all work hours by using the system (example, time clock, or handwritten time card) designated by Maine Modern Medicines

Each employee must review the accuracy of their time records before submitting them to their Manager for approval. If changes are needed, please make them before submitting your time records to your Manager. By signing and submitting your time records to your Manager you are certifying that all hours worked are accurately documented.

Employees are responsible for their own time records. Do not allow another employee to sign in or out for you, and do not sign in or out for another employee. Doing so may be grounds for immediate termination.

Do not tamper with timekeeping equipment.

Employees should enter the exact time work began and ended each day, and record all breaks during which time they are completely relieved of work duties, including meal breaks.

Employees must have their Managers approval before working any time over and above their regularly scheduled hours. This includes any time worked before, or after regular hours and any time worked during unpaid breaks. All hours worked beyond regularly scheduled hours must be accurately recorded on your time record.

Employees should accurately record any time spent at mandatory, job-related meetings or training on their time record for the appropriate pay period.

Employees may not carry over hours of work from one day to the next, or from one week to the next. The above rules apply to non-exempt (hourly) employees only. Failure to follow these rules may subject you to disciplinary action up to and including termination of employment.

WORKPLACE MONITORING

To ensure quality, employee safety, security, and customer satisfaction Maine Modern Medicines reserves the right to monitor employees. Telephone conversations and computer usage and files may be monitored and accessed. Video surveillance of non-private workplace areas may be conducted to ensure safety, quality and to detect theft. Maine Modern Medicines will make every effort to guarantee that workplace monitoring is done in an ethical and respectful manner.

WORK AREA CONDITIONS

Certain regulations will apply to all employees while on the job. These regulations include, but are not limited to the following:

- Keep work area(s) neat, clean, and tidy during shift.
- No smoking
- No eating. If working a double shift, you will be excused between shifts to eat away from the work area.
- No personal stereos or DVD players.
- No cell phone allowed.
- No personal bags or cases are allowed at your workspace. All personal items but be stored in your locker.
- No entertaining friends; limit socializing during shifts.
- No personal use of the computers, copiers, or fax machines.
- Use of any alcohol, illegal drugs or stimulants before or during your shift is prohibited.
- Use of any tobacco product during your shift is prohibited
- Office phones are to be used for business purposes only

INVESTIGATIONS

In an effort to safeguard the property of our employees, clients, and the Company, the Company reserves the right to inspect property owned and/or supplied by the Company. Company-supplied property (including but not limited to offices, desks, file cabinets, computers and software, company vehicles, lockers and other storage facilities) is company property and are subject to inspection by managers at any time, with or without notice. Therefore, employees should have no reasonable expectation of privacy in property owned and/or supplied by the Company. Employees may be permitted to store approved personal items in designated areas. However, the Company is not responsible for loss, damage or theft of employees' personal belongings, so employees should exercise discretion in storing any personal items. An employee's consent to a search is required as a condition of employment and the employee's refusal to consent may result in disciplinary action, including termination.

PERFORMANCE EVALUATIONS

At Maine Modern Medicines supervisors and employees are encouraged to discuss job performance, expectations and goals on an informal, day-to-day basis. New employees will receive a formal performance evaluation at the completion of their initial 90-day period also known as the introductory period. After the introductory period formal performance evaluations will be scheduled with each employee every 12 months, generally to coincide with the anniversary of the employee's original date of hire.

The main focus of performance evaluations is to identify each employee's strengths and weaknesses and serves to make the employee aware of how their Manager views their job performance and goal accomplishment. During performance evaluations, employees and their supervisors are encouraged to discuss future goals and additional areas of interests.

All performance evaluations and responses will become part of the employee's personnel file.

PERSONNEL FILES

Employee personnel files are the property of the company, and do not belong to the employee. However, upon request, the company will provide employees with copies of performance evaluations and other performance-related documents that the employee has previously received.

REPORTING UNSAFE CONDITIONS OR PRACTICES

Employees are expected to continually be on the lookout for unsafe working conditions or practices. If you observe an unsafe condition, you should warn others, if possible, and report that condition to your supervisor immediately. If you have a question regarding the safety of your workplace and practices, ask your supervisor for clarification.

If you observe a coworker using an unsafe practice, you are expected to mention this to the coworker and to your supervisor. Likewise, if a coworker brings to your attention an unsafe practice you may be using, please thank the coworker and make any necessary adjustments to what you are doing. Safety at work is a team effort.

MAINTAINING A SAFE WORKSITE

We expect employees to establish and maintain a safe worksite. This includes but is not limited to the following applications:

- Maintaining proper fall-protection systems.
- Building and maintaining walkways, handrails, and guardrails.
- Properly lifting and lowering heavy objects.
- Inspecting tools and equipment for defects before use.
- Keeping walkways clear of debris.
- Inspecting, cleaning, and properly storing tools and equipment after use.
- Following established safety rules.

REPORTING AN INJURY

Employees are required to report any injury, accident, or safety hazard immediately to their supervisor(s). Minor cuts or abrasions must be treated on the spot. More serious injuries or accidents will be treated accordingly. Serious injuries must be reported on the injury or accident report form available in the office.

HAZARD COMMUNICATIONS

If you believe that you are dealing with a hazardous material and lack the appropriate information and/or safety equipment, contact your supervisor immediately.

CARE OF EQUIPMENT AND SUPPLIES

All employees are expected to take care of all equipment and supplies provided to them. You are responsible for maintaining this material in proper working condition and for promptly reporting any unsafe or improper functioning of this material to your supervisor.

Neglect, theft, and/or destruction of the company's materials are grounds for disciplinary action, up to and including termination.

DRUG-FREE WORKPLACE

The company does not tolerate the presence of illegal drugs or the illegal use of legal drugs in our workplace. The use, possession, distribution, or sale of controlled substances such as drugs or alcohol, or being under the influence of such controlled substances is strictly prohibited while on duty, while on the company's premises or worksites, or while operating the company's equipment or vehicles. The use of illegal drugs as well as the illegal use of legal drugs is a threat to us all because it promotes problems with safety, customer service, productivity, and our ability to survive and prosper as a business. If you need to take a prescription drug that affects your ability to perform your job duties, you are required to discuss possible accommodations with your supervisor. Violation of this policy will result in disciplinary action, up to and including termination.

Prior to employment, each potential employee must undergo a drug test. The company may also require employees to take random drug tests during their employment with the company. A positive result on any such drug test is grounds for immediate termination.

Your receipt of this policy statement and signature on the handbook acknowledgment form signify your agreement to comply with this policy.

Any employee who is convicted of violating criminal drug statutes must notify an appropriate officer or senior official of the company of that conviction within five days of the conviction. Failure to do so may lead to disciplinary action.

CONFLICTS OF INTEREST

You should avoid external business, financial, or employment interests that conflict with the company's business interests or with your ability to perform your job duties. This applies to your possible relationships with any other employer, consultant, contractor, customer, or supplier.

Violations of this rule may lead to disciplinary action, up to and including termination.

SOLICITATION AND DISTRIBUTION

For the safety, convenience, and protection of all employees, the company has adopted the following rules concerning solicitation and the distribution of materials:

The company prohibits solicitation and distribution of non-company materials on Company property or at Company jobsites at all times.

PERSONAL CALLS, VISITS, AND BUSINESS

The company expects the full attention of its employees while they are working. Although employees may occasionally have to take care of personal matters during the workday, employees should try to conduct such personal business either before or after the workday or during breaks or meal periods. Regardless of when any personal call is made, it should be kept short.

Employees are not allowed any visitors in the Dispensary or cultivation areas, or incoming personal phone calls. The company's phones should be available to serve the Company's customers, and non-business use of the phones can hurt the company's business. A pattern of excessive personal phone calls, personal visits, and/or private business dealings is not acceptable and may lead to disciplinary action.

MEDIA INQUIRIES

Employees in the Dispensary are not allowed, under any circumstances, to field calls or speak to the media. All media inquiries are handled by the CEO.

RULES OF CONDUCT AND PROGRESSIVE DISCIPLINARY PROCEDURE

There are reasonable rules of conduct which must be followed in any organization to help a group of people work together effectively. The company expects each employee to present himself or herself in a professional appearance and manner. If an employee is not considerate of others and does not observe reasonable work rules, disciplinary action will be taken.

Depending on the severity or frequency of the disciplinary problems, a verbal or written reprimand, suspension without pay, disciplinary probation, or discharge may be necessary. It is within the company's sole discretion to select the appropriate disciplinary action to be taken. Notwithstanding the availability of the various disciplinary options, the company reserves the right to discharge an employee at its discretion, with or without notice.

The following is not a complete list of offenses for which an employee may be subject to discipline, but it is illustrative of those offenses that may result in immediate discipline, up to and including dismissal, for a single offense:

- Excessive absenteeism or tardiness.
- Dishonesty, including falsification of Company-related documents, or misrepresentation of any fact.
- Fighting, disorderly conduct, horseplay, or any other behavior which is dangerous or disruptive.
- Possession of, consumption of, or being under the influence of alcoholic beverages while on Company or customer premises or on Company business.
- Illegal manufacture, distribution, dispensation, sale, possession, or use of illegal drugs or non-prescribed controlled substances.
- Reporting for work with illegal drugs or non-prescribed controlled substances in your body.
- Possession of weapons, firearms, ammunition, explosives, or fireworks on Company or customer premises.
- Failure to promptly report a workplace injury or accident involving any of the Company's employees, clients, equipment, or property.
- Willful neglect of safety practices, rules, and policies.
- Speeding or reckless driving on Company business.
- Commission of a crime, or other conduct which may damage the reputation of Company.
- Use of profane language while on Company business.
- Stealing, misappropriating, or intentionally damaging property belonging to the Company or its customers or employees.
- Unauthorized use of the Company's or its clients' name, logo, funds, equipment, vehicles, or property.
- Insubordination, including failure to comply with any work assignments or instructions given by any Company supervisor with the authority to do so.
- Violation of the Company's Equal Employment Opportunity Policy or its Harassment Policy.
- Interference with the work performance of other employees.
- Failure to cooperate with an internal investigation, including, but not limited to, investigations of violations of these work rules.
- Failure to maintain the confidentiality of trade secrets or other confidential information belonging to the Company or its customers.
- Failure to comply with the personnel policies and rules of the Company.

MOONLIGHTING

The company discourages our employees from taking additional outside employment. Employees who wish to take on outside employment must first obtain permission from the CEO. Work requirements for the company, including overtime, must take precedence over any outside employment.

The company will not permit any employee to take an outside job with a company in the same or related business as the company, or which is in any way a competitor of the company.

If the company permits an employee to take outside employment, the employee must report to his or her supervisor when the outside job has started. If, as a result of this moonlighting, the employee is unable to work when requested by the company, including overtime, or is unable to maintain a high work performance level at the company, permission to work at the outside job may be rescinded, or the employee may be subject to dismissal.

Employees are not permitted to work for any client of the company outside of the regular working hours as described above, without the express approval of the company president or his designated representative.

The company will not pay medical benefits for injuries or sickness resulting from employment by any employer other than the company.

RESIGNATION OF EMPLOYMENT

A two-week notice is requested in writing when an individual wishes to resign from his or her position within Maine Modern Medicines. This notice is to provide the supervisor with adequate time to find a replacement.

RE-EMPLOYMENT

Former employees who are rehired and return to work within three months of their termination will not be required to go through another orientation period, unless the company deems it necessary. Former employees who are rehired and return to work more than three months after their termination will be rehired only as new employees and must complete a new orientation period. They will be considered new employees for any and all benefits. As a general rule, the company will not rehire former employees who:

- Were dismissed by the company
- Resigned without giving two weeks' notice
- Were dismissed for inability to perform job duties
- Had a poor attendance record
- Had a below-average evaluation
- Violated work rules or safety rules

CUSTOMER SERVICE

Maine Modern Medicines is committed to providing exceptional service to patients. Knowledgeable, friendly, and dedicated employees deliver exceptional service. Each and every interaction you have with a customer creates an impression. We rely on you to do your best to insure those interactions are positive. Some tips for serving customers include:

- Dress neatly and professionally. It tells our patients you are serious about taking care of them.
- Greet every person with a friendly smile and make eye contact.
- Use the patients' name whenever possible. It makes people feel important.
- Maintain a high level of knowledge about all programs and services, so you are able to answer questions accurately and thoroughly.
- Take the time to get it right the first time, so a patient does not have to come back unnecessarily. Careful service, even if it takes longer, is always better than fast service.

- Give your complete attention to one patient at a time. Avoid picking up the phone or trying to serve more than one customer at a time.
- If you don't know the answer to a patient's question, all attempts should be made to find the answer in a timely fashion. "I don't know" is not an acceptable answer. Let the patient know that you will do your best to find the answer and get back to them. Follow-through.

PATIENT COMPLAINTS AND CONFLICTS

If you work hard to deliver exceptional service and you consistently enforce our policies, you will have very few complaints or conflicts. However, whenever you interact with people, some complaints and conflicts are inevitable. Misunderstandings occur when we do not communicate effectively, and people get upset when things are not what they expected them to be. Keep in mind that customers are most likely to complain when their expectations or needs are not met, or an employee treats them with indifference (doesn't seem to care).

DRESS CODE

All employees are expected to present a neat, clean and well-groomed and appropriate appearance. If you are in violation of this policy, your supervisor will work with you to rectify it. Business casual attire is mandatory. Cut off jeans, torn clothing, or t-shirts with writing (other than provided by the Company) are prohibited.

B. Personnel Procedures

SAFETY

To provide a safe and healthful work environment safety is a top priority to Maine Modern Medicines. Being successful in providing a safe work environment relies upon a personal commitment of all Maine Modern Medicines employees. Each employee is expected to perform duties in a safe manner and observe all safety rules. Employees are expected to report any unsafe condition to a supervisor or human resources. Employees may report these conditions anonymously. Employees who do not work in a safe manner, violate safety standards, cause unsafe situations, or fail to report safety issues, may be disciplined up to and including termination. Follow OSHA safety standards at all time.

Any employee that is involved in an accident that result in any injury, regardless of the severity must notify their supervisor or the Business Office Manager immediately. This is to ensure compliance with applicable laws and workers compensation insurance requirements.

ACCESS TO PATIENT RECORDS

The Company will limit access to a patient's records to:

- the patient;
- the patient's caregiver and/or health care providers;
- Dispensary personnel for treatment, payment, and operations purposes; and
- Individuals and entities who are authorized by law or by the patient's written authorization to access the patient's records.
- All requests for access to patient records must be in writing.

Removal of a patient's records from Maine Modern Medicines.

We prohibit removing original records from the premises of Maine Modern Medicines.

Copies of original records will be protected and disposed of in accordance with DHHS/Maine State policies and procedures. Patient records are kept for a minimum of six (6) years.

If a court orders production of a patient's original records, and original records are taken off the premises to comply with the court order, a records custodian or other representative of Maine Modern Medicines will accompany the original records and ensure their return to Maine Modern Medicines.

HARASSMENT POLICY

Maine Modern Medicines prohibits unlawful harassment and harassment because of sex, race, color, religion, national origin, ancestry, physical or mental disability, veteran status, age or any other basis protected by federal and state law. Any such harassment will not be tolerated at Maine Modern Medicines. This policy applies to all employees, vendors, clients and other persons with whom employees have contact with in the course of conducting business.

Sexual Harassment

Sexual harassment is against company policy. Maine Modern Medicines is committed to providing a work environment free of inappropriate and disrespectful behavior, communications and other conduct directed at an individual because of his or her sex, including conduct that may be defined as sexual harassment.

Applicable federal and state law defines sexual harassment as unwanted sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature when: (1) submission of the conduct is made a term or condition of employment; or (2) submission to or rejection of the conduct is used as basis for employment decisions affecting the individual; or (3) the conduct has the purpose or effect of unreasonably interfering with the employees work performance or creating an intimidating, hostile, or offensive working environment. The following are examples of prohibited conduct; they include but are not limited to:

- Unwanted sexual advances;
- Offering employment benefits in exchange for sexual favors
- Making or threatening reprisals after a negative response to sexual advances;
- Visual conduct such as leering, making sexual gestures, or displaying sexually suggestive objects, pictures, cartoons, or posters;
- Verbal conduct such as making or using derogatory comments, epithets, slurs, sexually explicit jokes, or comments about any employee's body or dress;
- Verbal sexual advances or propositions
- Verbal abuse of a sexual nature, graphic verbal commentary about an individual's body, sexually degrading words to describe an individual, or suggestive or obscene letters, notes, or invitations;
- Physical conduct such as touching, assault, or impeding or blocking movements; and
- Retaliation for reporting harassment or threatening to report harassment.

Sexual harassment on the job is unlawful whether it involves coworker harassment, harassment by a Manager, or harassment by persons doing business with or for Maine Modern Medicines.

OTHER TYPES OF HARASSMENT

Prohibited harassment on the basis of race, color, religion, national origin, ancestry, physical or mental disability, veteran status, age, or any other protected basis, includes behavior similar to sexual harassment, such as:

- Verbal conduct such as threats, epithets, derogatory comments, or slurs;
- Visual conduct such as derogatory posters, photographs, cartoons, drawings, or gestures;
- Physical conduct such as assault, unwanted touching, or blocking normal movement; and
- Retaliation for reporting harassment or threatening to report harassment.
 - Exhibit A: Employee Handbook, page 73

❖ E-2: Growing and Cultivation

1. Upon arrival employee will clock –in, wash hands and proceed to cultivation area. If Employee was delayed at all he should have notified his/her immediate supervisor as per the employee handbook.
2. Cultivation staff will change their clothing before entering the cultivation area and stow all personal items in the lockers provided. No bags or carry items are allowed into the facility. All cell phones will be stowed in the employee locker and turned off.
3. Change into the approved cultivation department uniform.
4. Employee will follow all decontamination procedures before entering cultivation area. This procedure will be clearly posted at the entrance to the cultivation area.
5. No employees other than designated staff are allowed in the cultivation area. This policy will be strictly enforced. Entry into the Cultivation area without prior authorization from the Director of Operations and the Director of Cultivation may result in immediate termination.
6. Two employees are responsible for checking inventory from the previous shift immediately upon entering. Both will conduct a physical count on the daily log and check the log against the inventory through the RFID inventory control system. No employee will be allowed to leave the Cultivation department until inventory has been reconciled at every shift change, opening shifts and closing shifts.
7. Once inventory has been reconciled please start daily procedures. Inform management of any situations that may arise on your shift, to include scheduling conflicts or other personal issues as well as immediate needs.
8. Employees will use the Daily Crop Report Form to check individual plant health and evaluate the crop as a whole, noting any inconsistencies to be immediately acted upon. The criteria evaluated in the Daily Crop Report will include:
 - a. Evaluation of cultivation area for cleanliness and pest free environment.
 - b. Individual health of plants with notes on any plants needing special care or evaluation.
 - c. Depending on the crop being evaluated several different methods of growing may be in place. These individual methods will need to be evaluated on an individual basis. These methods may include, but are not limited to Ebb and Flow(flood and drain) Aeroponics, Hydroponics, Organic soil mediums, Organic soil-less mediums, Top fed irrigation and Nutrient Flow Technique Systems, as well as aquaponics. For each individual method the employee will use the correct evaluation sheet. These will be provided in each area and maintained on a per shift basis.
9. Once the Daily Crop Report has been performed for each area in the Cultivation department the employee will start to perform the tasks that are indicated on the Daily Crop Report. These tasks include but are not limited to:
 - a. Maintenance on irrigation, hydroponic, aeroponic and soil systems to include flushing of the system and evaluation of any malfunctioning components. i.e. cleaning clogged drip emitters, replacing nutrient solutions in hydroponic systems, etc.
 - b. Trimming, transplanting, repotting, cloning, germination of medical marijuana plants.
 - c. Repair of any critical atmospheric or environmental controls.
 - d. Selection of plants for harvesting and processing.
 - e. Curing and processing to prepare for packaging of product.
 - f. Tagging of new items in the Cultivation department with RFID technology and entry into the RFID database.
 - g. Packaging of product.
10. All doors, windows, will remain locked and closed at all times. Only one door at a time may be open when moving items between rooms.
11. At all times employees will remain in compliance with all state and federal laws, OSHA standards and OMRI organic growing standards.

12. All Cultivation department members must see a department director before leaving and exiting the building for the day.

Closing Procedures/Daily Inventory

1. Consult with Cultivation Director for changes to the daily schedule.
2. Secure all equipment and check for general cleanliness within the Cultivation department.
3. Complete closing inventory sheet and check RFID system to reconcile reports. All locks to be locked. All cabinets and tables secured. All automated systems are to be double checked for settings, power connections, and proper reservoir levels within tanks. Alarm is to be set upon exiting cultivation area.
4. Report to Cultivation Director for status report. No employees are to leave until the cultivation director or director of operations has evaluated the area, work schedule and cleanliness of area.
5. Director and employee will sign off on inventory levels in cultivation area.
6. Clock out at time clock on your way out of the building.

Monthly Inventory and Evaluation Procedures

Once a month there will be a complete inventory of all products contained within the cultivation area. This will include cannabis plants as well as any equipment used in the Cultivation department.

1. Cultivation staff (two persons) will weigh and count all useable and unusable cannabis contained in the cultivation department.
2. Cannabis will be in varying forms of processing, each stage must be clearly labeled for audit purposes. It is common to lose up to 30% of weight through evaporation, it is critical that the stage of processing is labeled correctly.
3. Any items in quarantine will be weighed and counted.
4. Cannabis that is reserved for food production will be weighed and counted.
5. A complete report of all inventory levels will be furnished to the Director of Cultivation as well as the Director of Operations immediately upon finishing the report.

Cultivation Discrepancy Procedures

Upon any discrepancy in physical cultivation counts the Director of Cultivation and the Director of Operations will be immediately informed. The directors will notify the DHHS authority responsible for incident reporting.

The Cultivation Director will immediately document the incident to include the following information:

1. The date
2. Name of people involved
3. Detailed description of incident
4. Identify probable cause of discrepancy
5. Detail corrective action taken
6. A timeline of events will be created and we will identify where the failure occurred in the process.

The Director of Cultivation will be responsible for immediate follow up with the Director of Operations. Once the cause of the problem has been determined the Director of Cultivation will be responsible for a solution to prevent recurrence of the incident.

All details of the discrepancy, incident reporting, and corrective action will be thoroughly documented. Failure to file a discrepancy or to alert the Cultivation and Operations Director will be cause for immediate termination. All information of the discrepancy will be sent to the Department of Health and Human Services upon request.

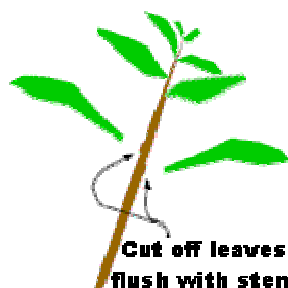
Cultivation Processes

All initial plants will be cultivated from high quality seed obtained from the most reputable genetic seed banks in the world. The seed banks we will use will have well known genetics as well as information on the best growing techniques for each strain. Each seed bank also gives an initial indicator of the THC content of the strain. Some seed companies, such as greenhouse seeds, are also offering complete cannabinoid breakdowns of each individual strain.

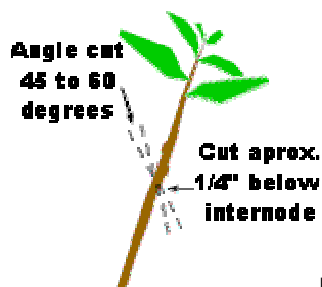
Seedlings

1. Start with sterilized seed starting mixture. This is a light weight medium that has all the nutrients seed needs at birth.
2. Select the right containers. Make sure you are using the individualized seed pots and trays helps to minimize transplant shock.
3. Fill the containers with the seed starting mix and water thoroughly. Make sure the soil is wet, but not soaking.
4. Plant the seeds. Plant a little less than 1/4" in depth. You can carefully add soil around the seedlings at a later point if needed.
5. Provide bottom warmth to the seeds. Place on a seed heating mat. And insert into the germination chamber. The heat from the light will raise the temperature and create a greenhouse effect. It is important to measure the temperature to make sure it does not get too warm. Temperature will vary depending upon room temperature, wattage of light bulb and size for the enclosure.
6. Time to germinate may be a few days to a few weeks. Germination time varies widely.
7. Label tray with RFID tracking chips and enter into inventory system.

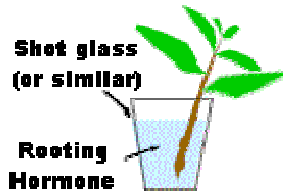
Clones



Take a growing tip from your plant 3" to 6" long with at least one leaf internode; two is better but not always possible. (A leaf internode is where the leaf connects to the stem, See diagram 1). With a Sharp single edge razor blade, carefully cut off one or two leaves (or small branches) flush with the stem. (See diagram 2).



Make a cut approximately 1/4" below the internode(s) where you just trimmed the leaves. Cut at a 45 to 60 deg. angle. (See diagram 3). Hold the back-up block tightly behind the stem where you are going to cut. This supports the stem and protects your fingers. Make this cut as quick and clean as you can as you do not want to tear or crush the stem.



Quickly insert the cutting into the rooting hormone (See diagram 4). If you are using a liquid hormone you can let the cutting soak for 30-60 seconds. With a gel type hormone you just dip the cutting and then insert it into the growing medium. If you are using a powdered hormone you need to wet the stem with water and then carefully roll it in the powder.



Gently insert the cutting into the growing medium (see diagram 5). Do not push the cutting all the way thru the medium. You need to leave room for the roots to develop. Make sure that the cut(s) you made at the leaf internode(s) are below the surface of the growing medium. Lightly pack the growing medium up against the cutting. Make sure there is good contact between the cutting and the growing medium.

Care and Feeding Instructions

1. Once you have your cuttings in the growing medium, mist them with the spray bottle filled with water and place them in the tray. Mist the inside of the clear humidity dome and place the dome over the tray. **(NOTE:** The cuttings need some ventilation and a couple of small holes in the dome will usually do the trick).
2. Remove the dome and mist the cuttings 2 or 3 times a day. This keeps the cuttings from drying out and also changes the air under the dome. This step is critical as the cuttings have no way to replenish lost moisture until they develop roots. Mist the inside of the dome and replace on tray. The humidity under the dome needs to be about 90% until roots appear on the cuttings. **(NOTE:** Be careful that the air under the dome doesn't get too warm. If it does, you may have to increase the amount of venting, as well as the amount of misting per day). Cuttings need to be kept between 72° and 80° Fahrenheit. Too hot or too cold will inhibit root growth.
3. The cuttings will require lighting at this time. Place into the clone station and monitor as needed on the Daily Crop Report. Also tag each clone with RFID tracking chips and enter into the inventory system.
4. **NOTE:** All clones and seedlings will be lit under standard T5 fluorescent lighting following a pattern of 21 hours of light and 3 hours of darkness. All plants will be closely monitored for pests and disease. Appropriate steps will be taken to solve each problem individually.

Vegetative Stage

1. Once plants have rooted in the clone or seedling stage they will be placed into larger containers to promote vigorous root growth and to increase plant structure.
2. These plants will be labeled with individual RFID tracking chips as followed on the Daily Crop Report. Batches of plants in the vegetative stage will be monitored for size and vigor and be evaluated when to move into the flowering stage. Many factors will affect this move and all decisions will be evaluated by the Cultivation Director.
3. Feed plants accordingly with OMRI approved organic products. Depending on the strain, nutrient levels will vary widely and as such have to be evaluated on a per strain basis.
4. Closely monitor the plants for disease or pests and treat accordingly.
5. The light used in this stage will be 1000w metal halide ballasts and bulbs. We will utilize a light schedule of 16 hours of continuous light followed by 8 hours of darkness.

Flowering Stage

1. After a period of 2-3 weeks in the Vegetative area, plants will be moved into the Flowering Chamber based on evaluation done by the Cultivation Director.
2. Feed plants accordingly with OMRI approved products. Depending on the strain nutrient levels will vary widely and as such have to be evaluated on a per strain basis.
3. Closely monitor the plants for disease or pests and treat accordingly.
4. The Flowering Chamber is host to several 1000w high pressure sodium lights and illuminated for a period of 12 hours and followed immediately by 12 hours of uninterrupted darkness.
5. Plants are monitored strictly during this stage for any inconsistencies.

Harvest

1. Harvest procedures will start 2-3 days before actually harvesting the plants.
2. The plant to be harvested will stop being watered for 2-3 days before actually harvesting the plant.
3. On the day the plant is to be harvested, all large leaves will be removed from the plant.
4. Harvest will only happen on the morning shift in the Cultivation Department. THC levels are known to be at their highest in the early hours of the morning.
5. Plants will be removed at the base of the stem, weighed and hung to dry in the drying and curing room for one day. Make sure that the RFID tag is firmly attached to the plant.
6. After 24 hours have passed the plant will be processed and weighed.

Drying/Curing

1. During the processing and weighing the plant will be broken down into individual 12" pieces to aid in drying process.
2. These pieces will be placed back into the Drying Room on individual drying lines.
3. At this time the RFID chip will be removed from the individual plant and be placed into small plastic baggies.
4. These baggies will be attached to the individual lines that each plant is hanging on.
5. Once the product has been harvested these RFID chips will be inserted in the approved container for dispensing. This will occur through the entire drying and curing process.
6. Within the Drying and Curing area the temperature will be strictly controlled at 66 degrees Fahrenheit. The humidity will range from 45-55% at all times.
7. Once the plant has been deemed "dried," it will be broken down into individual glass containers. These containers will have the RFID from the accompanying plant placed into the container to continue to track the plant from start to finish.
8. Curing is at a minimum a 5 day process. All cultivation employees engaged in the trimming and curing process will utilize gloves, facemask, hairnet if appropriate and the approved cultivation uniform.

❖ E-3: Inventory Control

Maine Modern Medicines abide by the Rules set forth by DHHS regarding Dispensary Prohibitions (section 6.25), Inventory (section 6.26), Daily inventory (section 6.27), Dispensing inventory (section 6.28), Trip tickets (section 6.29), Packaging and labeling (section 6.30), and Quality control (section 6.31).

Maine Modern Medicines will use both RFID technology and MMjOS, an industry leading Medical Marijuana Dispensary Operating System. The MMjOS provides full featured functionality, including encrypted document storage, Member Check In, Card Verification, User Defined Flags, and long term storage (6 years minimum) of all customer transactions, trip tickets, and sales records as well as donations of excess marijuana provided by patients and caregivers.

The RFID technology will allow us to track each individual medical cannabis plant from seed to harvest, keeping track of all environmental variables to ensure consistently high quality medical marijuana is provided to our patients.

Once a flowering medical cannabis plant is harvested, the resulting medicine will be packaged and affixed with the RFID tag (see Harvesting procedures). This tag will be tracked in real time, updating inventory as our products are moved between the Dispensary and the patient trip location.

Inventory and movement of medical cannabis is continually monitored and updated in real time, through the use of stationary and handheld RFID sensors. The system will be configured to provide instantaneous alerting when any product is moved without the proper authorization.

Once the medicine is dispensed to the patient, they will be provided with a patient efficiency survey in either electronic or paper format. The results of these surveys will be entered into the MMjOS system. Results from our patients, tied to actual scientific data for the exact product the patient purchased, will allow us to continually improve the selection of strains and dosages of medical cannabis that best suit the needs of our patients.

In order to control theft, we will use the RFID technology to track when medicinal cannabis products are removed from the secured storage location. All inventory and tracking systems will be updated in real time, and provide an alert when an item is removed that has not been chosen for purchase by a Medical Marijuana Patient or their caregiver.

❖ E-4: Food & Ingestibles Preparation

Maine Modern Medicines will be preparing baked foods, tinctures and other food based items in our commercial, state licensed and regulated kitchen. Our employees will be ServSafe certified and we will adhere to all Maine guidelines pursuant to 22 M.R.S.A sections 2167 we will also follow the Maine Food Code very strictly with no tolerance for errors. We will submit all recipes to the Food Processing Authority, as well as the registering the facility with the FDA to comply with the Bioterrorism Act. If required we will also work with the Better Process Control School. All recipes for public consumption will be submitted for testing and accuracy. When the class is available Maine Modern Medicines will also send the Director of Edibles to the Better Process Control School at Orono to earn certification. Our water is coming from a local municipal water supply and then filtered again in house through our reverse osmosis water filtration system to ensure purity and clarity. The kitchen facility will be inspected and certified by the state to determine the construction and design assures the safety, of a wholesome and uncontaminated product. We will have a fully developed HACCP plan for all situations that may arise in the kitchen. All of these processes working together will ensure that we never have any incidents that we will be out of our control and will ensure that we can breakdown the process and see at what step we have failed and what corrective action could be taken.

Safe steps in food handling, cooking, and storage are essential to prevent food borne illness. You can't see, smell, or taste harmful bacteria that may cause illness. In every step of food preparation, utilize the HACCP process designated for you area.

- Clean — Wash hands and surfaces often.
- Separate — Don't cross-contaminate.
- Cook — Cook to proper temperatures.
- Chill — Refrigerate promptly.

Shopping

- Purchase refrigerated or frozen items after selecting your non-perishables.
- Never choose meat or poultry in packaging that is torn or leaking.
- Do not buy food past "Sell-By," "Use-By," or other expiration dates.

Storage

- Always refrigerate perishable food within 2 hours (1 hour when the temperature is above 90 °F).
- Check the temperature of your refrigerator and freezer with an appliance thermometer. The refrigerator should be at 40 °F or below and the freezer at 0 °F or below.
- Cook or freeze fresh poultry, fish, ground meats, and variety meats within 2 days; other beef, veal, lamb, or pork, within 3 to 5 days.
- Perishable food such as meat and poultry should be wrapped securely to maintain quality and to prevent meat juices from getting onto other food.
- To maintain quality when freezing meat and poultry in its original package, wrap the package again with foil or plastic wrap that is recommended for the freezer.
- In general, high-acid canned food such as tomatoes, grapefruit, and pineapple can be stored on the shelf for 12 to 18 months. Low-acid canned food such as meat, poultry, fish, and most vegetables will keep 2 to 5 years — if the can remains in good condition and has been stored in a cool, clean, and dry place. Discard cans that are dented, leaking, bulging, or rusted.

Preparation

- Always wash hands with warm water and soap for 20 seconds before and after handling food.
- Don't cross-contaminate. Keep raw meat, poultry, fish, and their juices away from other food. After cutting raw meats, wash cutting board, utensils, and countertops with hot, soapy water.
- Cutting boards, utensils, and countertops can be sanitized by using a solution of 1 tablespoon of unscented, liquid chlorine bleach in 1 gallon of water.
- Marinate meat and poultry in a covered dish in the refrigerator.

Thawing

- **Refrigerator:** The refrigerator allows slow, safe thawing. Make sure thawing meat and poultry juices do not drip onto other food.
- **Cold Water:** For faster thawing, place food in a leak-proof plastic bag. Submerge in cold tap water. Change the water every 30 minutes. Cook immediately after thawing.
- **Microwave:** Cook meat and poultry immediately after microwave thawing.

Cooking

- Beef, veal, and lamb steaks, roasts, and chops may be cooked to 145 °F.
- All cuts of pork, 160 °F.
- Ground beef, veal and lamb to 160 °F.
- All poultry should reach a safe minimum internal temperature of 165 °F.

Serving

- Hot food should be held at 140 °F or warmer.
- Cold food should be held at 40 °F or colder.
- When serving food at a buffet, keep food hot with chafing dishes, slow cookers, and warming trays. Keep food cold by nesting dishes in bowls of ice or use small serving trays and replace them often.
- Perishable food should not be left out more than 2 hours at room temperature (1 hour when the temperature is above 90 °F).

Leftovers

- Discard any food left out at room temperature for more than 2 hours (1 hour if the temperature was above 90 °F).
- Place food into shallow containers and immediately put in the refrigerator or freezer for rapid cooling.
- Use cooked leftovers within 4 days.

Refreezing

Meat and poultry defrosted in the refrigerator may be refrozen before or after cooking. If thawed by other methods, cook before refreezing.

❖ **E-5 Quality Control: Ensuring Quality and Consistency of Dose**

Maine Modern Medicines will ensure that every product that is dispensed will adhere to strict quality control guidelines. Our quality control starts the moment seeds are purchased, through the entire cultivation stage.

In addition to the quality control described during the cultivation process, Maine Modern Medicines will also lab test every medicinal cannabis product produced for safety and potency of a variety of compounds. We are in current talks with a Maine university for testing of our products. With this testing, we will be able to track each patient's medicine from seed to final product, and provide the missing link in Medical Marijuana Research, the connection of anecdotal data with advanced scientific testing methodologies. For the first time, we will be able to provide quantitative results based on the specific percentages of compounds in each patient's medicine.

Our quality control and testing techniques include:

1. Testing will begin with cannabis flowers and concentrates, and will quickly expand to include edibles, tinctures, capsules, etc. The testing techniques will begin with gas and liquid chromatography interfaced with mass spectroscopic analyses, and will expand to include additional testing methodologies as the development of this collaborative partnership continues.
2. The testing program has two main components: safety screening and potency quantification. Safety screening analyzes and detects contamination of pathogenic molds, which can threaten the health of patients with compromised immune systems. Potency quantification provides the percentages of three major cannabinoids: THC, CBD, and CBN as well as other plant terpenes.
3. Patients are able to access the testing results in a variety of ways: labels in display cases, labels on products, a book of complete test results, as well as an online database of the patient's personal usage history and the effects of a particular strain. This will help us to find the variety that is most effective and at the lowest possible dosage for each patient.
4. A report containing complete analytical reports for each product is available on our Patient Social Networking Platform, as well as in paper format in our dispensary location for those patients who desire more detailed analytical results.
5. Testing services will commence with the first harvest of Medical Cannabis, and will continue with all of the medical cannabis products we produce.

❖ **E-6: Copies of Educational Materials**

Maine Modern Medicines will have a variety of educational materials available for our patients as per Section 6.24.5 of the Rules provided by DHHS. MMM is dedicated to the ongoing education of our patients, staff, caregivers, stakeholders, and the community. In addition to the brief sampling of educational materials below, MMM will a library of pamphlets, videos, books, and our proprietary social media network.

Our Educational Director, Dispensary Manager, and Patient Liaisons are a resource to patients and caregivers to answer any questions they may have about strains of medical cannabis, conditions-specific information, and methods of ingestion.

MMM will also have a list of doctors and mental health care providers for patients who wish to speak directly to a medical professional.

In additional to our educational materials, MMM will provide free access to Maine wellness and holistic practitioners onsite at the Dispensary. These health providers will be available for consultation, holistic treatments, and education.

A brief sampling of our educational materials include:

- **Americans for Save Access Guide to Using Marijuana**
- **ASA Medical Cannabis Research**
- **Smoking vs. Edible Medical Cannabis**
- **Medical Cannabis Strain Guide**

Copies of our Educational Materials follow on the next few pages.



ASA's Guide to Using Marijuana

Smoking

Smoking marijuana produces the most immediate effects and permits the most refined control of your dosage. Smoking any material is not good for the lungs, but the amount of marijuana you need to smoke is so small that you need not be overly concerned. It is better to smoke the flowers rather than the leaves as this also reduces the amount you will need to smoke.

Vaporizing

Cannabis vaporizers are designed to let users inhale active cannabinoids while avoiding harmful smoke toxins. They do so by heating cannabis to a temperature that is just below the point of combustion where smoke is produced. At this point, THC and other medically active cannabinoids are emitted with little or none of the carcinogenic tars and noxious gases found in smoke. Many medical marijuana patients who find smoked marijuana highly irritating report effective relief inhaling through vaporizers. Also, vaporizers are very efficient so they can save money in the long term.

Eating

Marijuana can be eaten. When consumed this way, it is usually baked in brownies or cookies, and sometimes made into a candy. It takes longer to feel the effects when eaten, and may take longer for you to learn to control your dosage. However, when you do feel the effects, they may be stronger than those felt by smoking. You may also feel a certain heaviness in your body. This will not hurt you. Schedule your time so that you can relax when you take it.

Tea

Like other herbs, marijuana may be made into a tea. Boil the water first and pour it over the marijuana. Let it steep for longer than you would for common black tea; approximately an hour and a half. Add 1 teaspoon of butter. The effects are similar to eating it.

Tincture

To prepare a tincture, use 5 parts fresh marijuana to 1 part vodka. If you are using dried marijuana, as is usually the case, use 10 parts marijuana to 1 part vodka. An easy way to do this if you don't have measuring equipment, is to fill whatever container you are using (glass is preferable as you don't want to leech any residues from metal containers) to thirds full with marijuana, then fill the container with vodka and let stand for a week or more. Afterward, strain the solution. If you use a larger portion of marijuana, the resulting tincture will be more potent.

Compress

Follow the recipe as for tea. Make as much as you need to thoroughly soak the cloth you intend to use. Apply to pain and leave on ½ hour.



Side Effects

Marijuana is one of the safest medicines: it is impossible to consume enough to produce a toxic effect in the body. However, if you are unfamiliar with it, there are some effects which you should be aware of so that you can use it more effectively.

Uneasiness

Marijuana usually has a soothing and comforting effect on the mind. Sometimes, however, people do experience feelings of anxiety. If this happens to you, there are several things you can do. Try to stay in environments where you feel naturally comfortable. If you feel anxious, sit or lay down, breathe deeply, and relax. If you have loved ones with you, hold each other for a while. If you have a pet, hold or stroke it. Eating will often quickly reduce the feeling of anxiety. Then, the next time you use it, try reducing your dosage. Because of our social training, you may have feelings of guilt. Know that you have a right to your medicine.

Hunger & Thirst

Many patients use marijuana to stimulate appetite. If you are not using marijuana for this purpose, drink water or juice. If you wish to eat, eat good nourishing food rather than sweets.

Redness in the Eyes

This will not hurt you. If you must go out in public and are concerned about others' reaction to the redness, wear sunglasses or use eye drops.

Drowsiness

If marijuana makes you sleepy, take a nap if you can and wish to. As with all medicines that can produce drowsiness, don't drive or operate heavy machinery.

Sleeplessness

If you find that you can't sleep for a while after using marijuana, try reducing your dosage and avoid using it for about two hours or so before you want to sleep.

Short-term Memory Loss

Sometimes people find it difficult to carry on a complicated conversation, keep track of details, or perform complex tasks. If this happens to you, schedule your time so that you don't have to do these things when using your medicine.

MEDICAL CANNABIS RESEARCH: WHAT DOES THE EVIDENCE SAY?

Health and Human Services claims that “marijuana has no currently accepted medical use in treatment in the United States.” However, more than 6,500 reports and journal articles from around the world support the medical value of cannabis (marijuana). In addition, dozens of public health organizations have endorsed medical use of marijuana including the National Association of People Living With AIDS, AIDS Action Council, the American Public Health Association, the American Academy of Family Physicians, the American Nurses Association, the Federation of American Scientists, Kaiser Permanente, the New England Journal of Medicine, the National Association for Public Health Policy, the California Medical Association, the Whitman-Walker Clinic, the Lymphoma Foundation of America, and many more.

Here is an overview of the latest research.

CANNABIS SMOKE DOES NO HARM

1. Cannabis Smoking Does Not Cause Cancer

Sources: Tashkin D. Marijuana Use and Lung Cancer: Results of a Case-Control Study. American Thoracic Society International Conference. May 23, 2006, San Diego, California

According to Dr. Donald Tashkin and his colleagues at the University of California in Los Angeles results from a case-controlled study demonstrate that even heavy and long-term smoking of cannabis is not associated with lung cancer and other types of upper aerodigestive tract cancers.

The study included 1,209 residents of Los Angeles aged 18-59 with cancer (611 lung, 403 oral/pharyngeal, 90 laryngeal, and 108 esophageal). Interviewers collected lifetime histories of cannabis, tobacco, alcohol and other drug use, and data on other factors that may influence cancer risk, including diet, occupational exposures, and family history of cancer. Exposure to cannabis was measured in joint years (1 joint year = 365 joints). The cancer patients were compared to 1,040 cancer-free controls. Among the controls 46 per cent had never used cannabis, 31 per cent had used it for less than one joint year, 12 per cent for 10-30 joint years, 2 per cent for 30-60 joint years, and 3 per cent for more than 60 joint years.

Compared with subjects who had used less than one joint year, the risk for lung cancer was 0.78 for 1-10 joint years, 0.74 for 10-30 joint years, 0.85 for 30-60 joint years, and 0.81 for more than 60 joint years. A risk below 1.0 means that the risk for cannabis users was slightly lower than for non-users. Similar results were obtained for the other cancer sites. There was no dose-response relationship of cancer risk, which means that there was no increased risks for more intensive users.

2. Cannabis Does Not Accelerate HIV-infection

Sources: Abrams DI, Hilton JF, Leiser RJ, Shade SB, Elbeik TA, Aweeka FT, Benowitz NL, Bredt BM, Kosel B, Aberg JA, Deeks SG, Mitchell TF, Mulligan K, Bacchetti P, McCune JM, Schambelan M. "Short-term Effects of Cannabinoids in Patients with HIV-1 Infection: A Randomized, Placebo-controlled Clinical Trial." Annals of Internal Medicine 2003;139(4):258-266

According to a study led by Dr. Donald Abrams at the University of California in San Francisco, smoked cannabis and oral THC given over a course of 21 days did not adversely affect CD4+ cell counts or viral loads in HIV-infected patients. Instead, researchers found that there was a small non-significant positive effect of cannabis and THC on these laboratory parameters compared to placebo. Cannabis and THC also increased appetite and caused weight gain.

All of the patients had been receiving the same anti-HIV medication for at least 8 weeks before the study began. 67 patients with HIV-1 infection were randomly assigned to a 3.95%-tetrahydrocannabinol marijuana cigarette, a 2.5-mg dronabinol (delta-9-tetrahydrocannabinol) capsule, or a placebo capsule three times daily before meals. Although not statistically significant, compared with placebo use the application of marijuana and THC was associated with a slight drop in viral load of 15% and 8%, respectively.

CANNABIS PROVIDES SYMPTOM MANAGEMENT FOR HIV/AIDS, HEP-C, MS and COPD

1. Smoked Cannabis Reduces HIV-Related Painful Peripheral Neuropathy

Sources: Abrams DI, Jay CA, Vizoso H, Shade SB, Reda H, Press S, Kelly ME, Rowbotham M, Petersen K. "Smoked cannabis therapy for HIV-related painful peripheral neuropathy: results of a randomized, placebo-controlled clinical trial." Abstract, IACM 3rd Conference on Cannabinoids in Medicine, September 9-10, 2005, Leiden

The results of a randomized, placebo-controlled clinical trial demonstrates that smoked marijuana is effective in reducing HIV-related chronic ongoing neuropathic and acute pain. Neuropathy is a nerve disease, which often results in numbness, weakness, and spontaneous muscle twitching. Neuropathy is a serious medical problem with unsatisfactory treatment options.

In a clinical trial at the University of California, research participants smoked one marijuana cigarette containing 3.56% THC or a placebo three times daily for 5 days. Researchers concluded that smoked cannabis provided greater than a 30% reduction of pain in 13 of 25 randomized patients, who averaged 6 years of neuropathic pain.

2. Cannabis Reduces Neuropathic Pain In Multiple Sclerosis Patients

Sources: Rog DJ, Nurmikko TJ, Friede T, Young CA. "Randomized, controlled trial of cannabis-based medicine in central pain in multiple sclerosis". Neurology 2005;65(6):812-9;

Researchers for the Walton Centre for Neurology and Neurosurgery in Liverpool conducted a single-center, 5-week, randomized, placebo-controlled group trial on patients with MS of a whole-plant cannabis-based medicine delivered via an oral spray. Each spray delivered 2.7mg of THC and 2.5mg of CBD (THC and CBD are two active compounds produced naturally by the cannabis plant), and patients could gradually self-titrate to a maximum of 48 sprays in 24 hours.

The researchers concluded that the cannabis-based extract Sativex, manufactured by GW Pharmaceuticals, is effective in reducing central neuropathic pain and sleep disturbance in people with multiple sclerosis (MS). Based on these study results, which were published now in the journal *Neurology*, Sativex was approved as a prescription medicine in Canada for the symptomatic relief of neuropathic pain in adults with MS and is available in pharmacies since 20 June 2005.

3. Smoked Cannabis May Help Hep-C Treatment

Sources: *Sylvestre, Diana L. a b; Clements, Barry J. b; Malibu, Yvonne b. "Cannabis use improves retention and virological outcomes in patients treated for hepatitis C." European Journal of Gastroenterology & Hepatology. 18(10):1057-1063, October 2006.*

Research published by the European Journal of Gastroenterology and Hepatology conducted at the University of California, San Francisco medical school and the Organization to Achieve Solutions in Substance-Abuse (OASIS) conclude that: "modest cannabis use may offer symptomatic and virological benefit to some patients undergoing HCV treatment by helping them maintain adherence to the challenging medication regimen." Bottomline, Hep-C patients who used cannabis in combination with their conventional medical treatment were three times more likely to have an undetectable virus level six months after the end of treatment.

Patients with hepatitis C virus (HCV), whose drug regimens include interferon and ribavirin treatments that produce notoriously difficult to manage side effects, researchers discovered that those using cannabis as an adjunct therapy were much more likely to adhere to their prescribed treatment. Researchers found that the HCV patients "were significantly more likely to remain on HCV treatment for at least 80% of the projected treatment duration, 95% versus 67%."

In a companion article by six addiction treatment specialists, who consider the implications raised by this research, the authors note that "there is substantial evidence that cannabis use may help address key challenges faced by drug users in HCV treatment (e.g., nausea, depression), especially when such treatment occurs in the context of methadone maintenance treatment which may amplify these consequences." They conclude with a call to action on behalf of patients: "we advocate that in the interim existing barriers to cannabis use are removed for drug users undergoing HCV treatment...."

4. THC Is Effective in Appetite and Weight Loss in Severe Lung Disease

Source: *Lecture by K-C Bergmann on 17 March 2005 at the Meeting of the German Society of Pulmonology in Berlin*

Patients with the severe lung disease (COPD, chronic obstructive pulmonary disease) often suffer from appetite loss and cachexia (weight loss) resulting in reduced general well-being and early mortality. In an open clinical study at the Clinic for Allergies and Asthma in Bad Lippspringe, Germany, 18 COPD patients aged 49 to 81 years with a mean body weight of 48.5 kg received 3.3-4.2mg of THC two times daily for 16 days as oily drops delivered by THC Pharm, one-half an hour before breakfast and dinner. In the six months before entering the clinic 7 participants had a constant body weight and 11 lost 2.3 kg on average.

After 16 days of treatment, results indicated a considerable improvement of appetite, general well-being and functional performance (36 per cent mean increase in walking distance) and an average gain in body weight of 1.5 kg, which is significant given the short treatment period.

CANNABIS COMPOUNDS AND THE POTENTIAL FOR CURES

1. Cannabinoids Reduce the Progression of Alzheimer's Disease in Animals

Sources: Ramirez BG, et al. "Prevention of Alzheimer's disease pathology by cannabinoids: neuroprotection mediated by blockade of microglial activation." Journal of Neuroscience 2005;25(8):1904-13;

Research by scientists of Madrid's Complutense University and the Cajal Institute published in the Journal of Neuroscience has demonstrated that cannabinoids can reduce pathological processes associated with Alzheimer's disease. Researchers hope that cannabinoids may be used to develop new drug therapies against the disease.

They began by comparing the brain tissue of patients who died from Alzheimer's disease against the brain tissue of healthy people who had died at a similar age. The researchers found a dramatically reduced functioning of cannabinoid receptors in diseased brain tissue and markers of microglia activation. Microglia activate the brain's immune response and are found near the plaque deposits associated with Alzheimer's disease. When active, microglia cause inflammation. Nerve cells with cannabinoid-1 receptors (CB1), present in high numbers in control subjects, were greatly reduced in areas of microglial activation.

Next, rats were injected with amyloid-beta peptide. This protein plays an important role in Alzheimer's disease, since increased brain levels of amyloid-beta are supposed to result in aggregation of this protein to form plaques. Animals who also received different cannabinoids performed better in tests of their mental functioning.

Analyses showed that cannabinoids had prevented microglial activation and thus had reduced inflammation. These effects were also mediated by cannabinoids that only bind to CB2 receptors. Researchers concluded: "Our results indicate that cannabinoid receptors are important in the pathology of AD and that cannabinoids succeed in preventing the neurodegenerative process occurring in the disease."

2. Derivatives of Cannabis May Unlock Anti-Cancer Treatment

Source: Kogan, N.M., Blaquez, C., Gallily, R., Guzman, M., and Mechoulam, R. "Quinone Type Cannabinoids as AntiCancer Compunds." Abstract, IACM 3rd Conference on Cannabinoids in Medicine, September 9-10, 2005, Leiden

Researchers at the Hebrew University in Israel have demonstrated that derivatives of the cannabis plant can be effective in arresting cancerous growths in laboratory and animal tests. Natalya Kogan, a Ph.D student working under the direction of Professors Raphael Mechoulam and Michael Schlesinger, has developed new compounds- known as quinonoid cannabinoids – that parallel a group of anti-cancer drugs, the best known which is daunomycin. However, whereas daunomycin is toxic to the heart the quinonoid compounds are significantly less toxic. The development of quinonoid compounds that display anticancer activity, but are less toxic is a major therapeutic goal.

Researchers are particularly interested in the cannabinoid quinone known as HU-331, which was very effective against human cancer cell lines in-vitro and also against in-vivo tumor grafts in nude mice. At 35 days after cancer cell injection, the tumors in the treated group were half the size of the tumors in the control group. Researchers conclude that HU-331 has a high potential as a new anti-cancer drug.

3. Cannabinoids May Promote the Development of New Brain Cells

Sources: Jiang W, Zhang Y, Xiao L, Van Cleemput J, Ji SP, Bai G, Zhang X. "Cannabinoids promote embryonic and adult hippocampus neurogenesis and produce anxiolytic- and antidepressant-like effects." Journal of Clinical Investigation. October, 2005

According to animal research at the University of Saskatchewan, Canada, cannabinoids that bind to the CB1 receptor promote the development of new nerve cells in the hippocampus, a brain region that is very important for memory and behavior. This cannabinoid effect may decrease anxiety and depression.

Scientists used the synthetic cannabinoid HU210 that acts similar to THC on CB1 receptors in the brain. Chronic, but not acute treatment with this cannabinoid promoted nerve cell proliferation in the hippocampus of adult rats and exerted anxiolytic- and antidepressant-like effects.

Other illegal and legal drugs, including opiates, alcohol, nicotine and cocaine, have been shown to suppress the formation of new brain cells when used chronically, but the effect of cannabis on that process was uncertain. Cannabis appears "to be the only illicit drug whose capacity to produce increased ... neurons is positively correlated with its (anti-anxiety) and anti-depressant-like effects," Dr. Xia Zhang and his colleagues wrote in an article for the November issue of the Journal of Clinical Investigation, of which an advance was posted online on 13 October 2005.

Smoking vs. Edible Medical Marijuana

Smoked Marijuana (Time to take effect: 10-15 seconds)

The most common method of ingesting marijuana in the United States is to smoke it in a joint (cigarette), a glass pipe or a type of water pipe known as a bong. Smoking is a quick and efficient way to deliver an optimum therapeutic dose of cannabinoids, because the patient is able to feel the effects almost immediately, and can stop as soon as the desired relief is achieved. Frequently smoking any plant material can have a negative impact on pulmonary health and therefore we recommend that our patients try some of the other forms of ingestion described below.

Cigarette

A marijuana cigarette is called a "joint". The size of the joint depends on the amount of medication rolled inside a plain or flavored smokable paper. The effect is immediate, so patients get fast relief and can easily determine the appropriate dose. Some patients may benefit more than others, as everyone's body is different. Joints tend to burn through medicine quickly, so you may find that you go through more volume than other methods.

Pipes

Pipes range in size from "one hitters" on up. It is important to place a screen under the cannabis material to avoid inhaling particulate. The effect is as immediate as smoking a joint.

Water Pipe (also known as water bongs)

The smoke travels through a water reservoir prior to inhalation. Although the water may cool the smoke, studies indicate that it doesn't filter out carcinogens as once believed. There are no significant health benefits to smoking out of a water pipe over other methods.

There are many ways of ingesting medical marijuana besides smoking it.

Capsules (Time to take effect: 15-60 Minutes)

THC, the most powerful medicinal compound in cannabis, is available by prescription from licensed physicians. But most patients who try Marinol discover that it is far too psychoactive. THC is only one of a handful of cannabis compounds that work together harmoniously. For example, it is known that Cannabidiol (CBD) has sedative effects that offset the stimulative effects of pure THC. That is a part of why pure THC pills are known to overpower the senses. In order to get the optimum medicinal benefits without unwanted side effects, all of the natural cannabis compounds should be taken together as nature intended. Thus these naturally made capsules are far superior to pharmaceutical Marinol. Plus, at a cost of up to \$15 per tablet, Marinol is much more expensive than pills made from the natural plant.

Additional resources for making marijuana capsules:

CannabisMD Reports — Marijuana in capsule form

by Martin Martinez, author of The New Prescription - Marijuana As Medicine

Medical Cannabis Strain Guide

AK-47 –Indica 80/Sativa 20

THC 18.6% CBD 0.19% CBN 0.5%
Good for cramps, back aches and pain, all over general relief. Not for consumption in social settings.

Arjans Haze – Sativa 80/Indica 20

THC 15.2% CBD 0.14% CBN 0.5%
This is a strong strain that creeps up slowly and steadily, reaching a very long peak. It is an uplifting and clearheaded sensation that is ideal for social activities.

Blueberry Sour Diesel -Indica 80/Sativa 20

THC 14.1% CBD 0.19% CBN 0.2%
Aids in depression, building appetite, and as a sleep aid.

Bubba Kush – Indica

THC 14.1% CBD 0.12% CBN 0.2%
Aids in nerve pain, building appetite, reduced anxiety, used at night for a sleeping aid.

Cheese – Indica 80/Sativa 20

THC 17.2% CBD 1.21% CBN 0.7 %
Treats anxiety, muscular cramps, and tremors. Aids in appetite building.

ChemDawg -Sativa 60/Indica 40

THC 15.4% CBD 0.11% CBN 0.7%
Excellent for nausea, moderate pain relief, not too strong for social situations.

Cinderella 99-Sativa

THC 21% CBD 2.1% CBN 0.99%
Day time use. Provides an energetic, clear head type of medicinal effect. Also enhanced mood and produces anti-anxiety feelings. Standard sativa medicinal effects.

Great White Shark –Indica 60/Sativa 40

THC 14.9% CBD 0.12% CBN 0.8%
Very strong body high, good for aches and pains, excellent for relaxation, good for anxiety and depression.

Guava ChemDawg-Indica 50/Sativa 50

THC 13.2% CBD 0.23% CBN 0.1%
Excellent for nausea, strong and long lasting, relieves all muscular aches completely.

G13-Indica

THC 20% CB 1.3% CBN 0.9%
Great for Pain, remedy to stress and for insomnia.

Hawaiian Snow –Sativa

THC 23.9% CBD 1.1% CBN 0.8%
Great for inducing sleep, seizure control and anxiety. Very strong strain, not for beginners.

Himalayan Gold –Indica 70/Sativa 30

THC 14.76% CBD 0.15% CBN 0.5%
Good for day time use, very clear headed relief for aches and pains. Useful for treating back and muscular pain.

Ice Princess-Sativa 80/Indica 20

THC 19% CBD 0.15% CBN 0.4%
Exceptionally strong but still useful in daytime situations. Will provide endless motivation and artistic inspiration. Use for seizures and ocular relief.

King Kush - Indica

THC 13.8% CBD 0.23% CBN 0.2%
For both lower-leg and shoulder/neck pain, muscular and nerve related. It also provides a unique feeling in the outer head. May provide headache/migraine relief.

Power Kush- Indica

THC 15.1% CBD 0.15% CBN 0.6%
Excellent for pain relief in extremities. Great for abdominal pain also. This is a night time variety.

Strawberry Cough – Sativa

THC 16.2% CBD 0.71% CBN 0.2%
Good for migraine relief, expands in lungs, not for asthmatics. Good for daytime use.

Sour Diesel - Sativa 90/Indica 10

THC 18.1% CBD 0.11% CBN 0.5%
May help alleviate chronic depression, as well as encouraging a change in perspective.

Super Lemon Haze - Sativa

THC 22.9% CBD 0.15% CBN 0.6%
Excellent motivational tool. Depression and anxiety relief.

Trainwreck

THC 19% CBD 0.45% CBN 0.11%
Very strong pain relief. For nighttime use only. Exceptionally strong, may induce what is known as "couchlock".

White Russian – Sativa/Indica

THC 17.3% CBD 0.12% CBN 0.5%
The effect can be complex, very motivational, excellent for depression and seizures.

❖ E-7: Critical Incident Reporting

According to the Rules Governing the Maine Medical Use of Marijuana Program, a registered dispensary is required to submit a DHHS-approved incident report form on the next business day after it discovers a violation of the requirements set out in these rules regarding the operation of dispensaries. The report must indicate the nature of the breach and the corrective actions taken by the dispensary.

- Confidential information accessed or disclosed in violation of DHHS rules;
- Loss of inventory by theft or diversion;
- Intrusion of the dispensary or the one permitted additional location, if any;
- Any other violations of the rules governing operation of the dispensary
- Any suspected illegal activity involving dispensary operations must be reported to law enforcement by the dispensary.

Loss of Confidential Information

MMM prohibits employees from distributing confidential information at any time.

We will follow the same rules that govern most medical offices. Conversations, whether direct or overheard, must stay within the walls of the Dispensary.

Physical copies of confidential records (patient, personnel, and dispensary information) will be kept in a limited access, secured facility within the Administration offices. Confidential records WILL NOT live on any computer system within the Dispensary retail area.

In order to maintain strict controls over confidential information, the following rules must be followed:

1. All employees with job duties that require them to handle confidential information are required to safeguard such information and only use it or disclose it as expressly authorized or specifically required in the course of performing their specific job duties.
2. Misuse of confidential information can be intentional (acts and/or omissions), or a product of negligence or inadvertence. Misuse includes but is not limited to:
 - a. Accessing information not directly relevant to the employee's specifically assigned tasks
 - b. Disclosing, discussing and/or providing confidential information to any individual not authorized to view or access that data, including but not limited to third parties, volunteers, vendors and other Dispensary employees
 - c. Reckless, careless, negligent, or improper handling, storage or disposal of confidential data, including electronically stored and/or transmitted data, printed documents and reports containing confidential information
 - d. Deleting or altering information without authorization
 - e. Generating and/or disseminating false or misleading information, and
 - f. Using information viewed or retrieved from the systems for personal or any other unauthorized or unlawful use.
3. Employees who have been assigned personal access codes to work with systems that generate, store or manage confidential information bear the responsibility for preserving the complete confidentiality of such codes to ensure against unauthorized use by any other person. Employees who negligently or intentionally share their system passwords or accounts with anyone else for any reason will be held responsible for any resulting misuse of the system by others.
4. Employees who have any reason to believe or suspect that someone else is using their personal access codes must immediately notify their supervisor.

5. Employees are prohibited from logging onto Maine Modern Medicines data bases and administrative systems with their personal access codes and then permitting another person to access information in those data bases and/or systems.
6. Employees are expected to:
 - a. Identify confidential information and materials
 - b. Comply with any restrictions on the use, administration, processing, storage or transfer of the confidential information in any form, physical or electronic
 - c. Learn about and comply with any procedures regarding the appropriate handling of such information and materials
 - d. Understand their responsibilities related to information security
7. Employees who have access to confidential information are expected to know and understand associated security requirements, and to take measures to protect the information, regardless of the data storage medium being used, e.g., printed media (forms, work papers, reports, microfilm, microfiche, books), computers, data/voice networks, physical storage environments (offices, filing cabinets, drawers), and magnetic and optical storage media (hard drives, diskettes, tapes, CDs, flash drives). Computer display screens should be positioned so that only authorized users can view confidential information, and confidential information should be discarded in a way that will preserve confidentiality (e.g., in a shred box, not in a trash can or recycling bin).
8. In many instances, employees will be required or expected to attend training relevant to the information/materials being handled. Employees who are hired into positions that require adherence to government-mandated compliance (e.g., HIPAA, DHHS Rules) will be subject to strict procedures for handling such materials, must attend all mandated training sessions, and comply with compliance-specific policies and applicable law.
9. Employees must notify the CEO or Designee of any violation of these guidelines. Employees may report their concerns immediately to their supervisor, department head, or central MMM administration.

Inventory Discrepancies

As described in E-3 Quality Control procedures, we will be using a RFID tags to track each individual medical cannabis plant from seed to harvest to dispensing/delivery. Employees in the Dispensary, Cultivation Department, and Edibles Production are required to check inventory in each department against the RFID database daily. In case of any discrepancies,

1. Cause of the discrepancy will be determined by Directors.
2. A timeline of the events leading up to the discrepancy must be noted.
3. Corrective actions will be implemented to prevent further discrepancies.
4. Every detail of the discrepancy will be documented and included in an Incident Report that will include:
 - a. Date of incident
 - b. Names of individuals involved
 - c. Description of the incident
 - d. Known (or suspected) causes and corrective actions taken.

All Incident Reports will be kept on file and requested reports will be forwarded to DHHS immediately.

Intrusions

The security features to be implemented by Maine Modern Medicines are in place to prevent any intrusion or theft. In the event that our security staff, or employee discovers an intrusion, the law officials of the town will be notified immediately. Following law enforcement, the Security Manager and CEO or Designee will be notified.

Every detail of the intrusion (or attempted intrusion) will be documented and included in an Incident Report that will include:

- a. Date of incident
- b. Names of individuals involved
- c. Description of the incident
- d. Known (or suspected) causes and corrective actions taken.

All Incident Reports will be forwarded to DHHS immediately.

Critical Incident Reporting Policy

The purpose of this policy is to outline the procedures for reporting the following incidents:

1. Theft, loss, and vandalism of Maine Modern Medicines property or private property located on MMM premises.
2. Malicious or unauthorized use of company equipment or facilities
3. Allegations of employee misconduct.
4. Bomb threats to company facilities.
5. Assaults, attacks, molestation, or threats upon employees while on company property or
6. MMM assumes no general liability for employees' personal property, which may be lost, stolen, or damaged on company premises. Employees are encouraged, however, to report such incidents to the Security Department in accordance with this practice.
7. Critical incidents should be reported in order to DHHS and Management for decision-making process. Aid in the formulation of risk reduction practices, policies and procedures.
8. Critical Incidents include the following:
 - Any Security incident/law violation which may result in the dismissal or prosecution of employee(s)
 - False Alarm - Fire
 - False Alarm - Security
 - Arrest of employee, patient, or anyone else on our premises
 - Assault
 - Break & Enter (intrusion)
 - Burglary or attempted burglary
 - Confrontations between staff and members/public
 - Disturbance
 - Diversion / Drug abuse / narcotics sale
 - Fire
 - Missing or Found Property
 - Injury

- Homicide / Weapons / Hostages/Sabotage
- Missing / Lost / Stolen Confidential Data of any kind
- Misuse of company information and data processing where financial gain or damage to
- Robbery-Armed/Unarmed, or attempted robbery
- Sexual Incident- Harassment/Assault/Obscene Call/Other
- Suspicious Person / Circumstances
- Theft or vandalism
- Theft, forgery or alteration of Maine Modern Medicines checks
- Threat-Bomb / Other, received by staff, visitors or contractors
- Trespass
- Vandalism-Facility/Personal/Vehicle
- Violation of any law on company premises
- Violation of any ME DHHS dispensary rule (state which one)



Criteria & Measures

Criterion 1: Submission of Required Information Regarding Applicant and Facility

❖ Criterion 1 - Measure 1: Name of Corporation

The applicant shall provide the legal name of the corporation, a copy of the articles of incorporation and by-laws of the corporation.

Legal Name: Maine Modern Medicines

- *Articles of Incorporation are found in Exhibit B*
- *By-laws are found in Schedule C*

❖ Criterion 1 – Measure 2: Physical Address of Dispensary

The applicant shall provide the proposed physical address(s) of the dispensary and up to one site where marijuana may be grown, if a precise address has been determined.

Dispensary Location: 1424 US Highway 1, Hancock, Maine, 04605

- Lease Agreement from Roger and Michelle Woodbury can be found in Exhibit C
- Site summary can be found in Exhibit D

Cultivation Location: 513 Boothby rd, Livermore Falls, Maine, 04253

- Lease Agreement from Roger and Melinda Soucy can be found in Exhibit E
- Site summary can be found in Exhibit F

❖ Criterion 1- Measure 3: Compliance with Local Codes

The applicant shall provide evidence of compliance with local codes and ordinances for each physical address which will be used for dispensing and growing marijuana under the MMMP, and that neither location is within five hundred (500) feet of a preexisting public or private school boundary.

Dispensary Location: 1424 US Highway 1, Hancock, Maine, 04605

Maine Modern Medicines will remain in compliance with all local codes and ordinances, and intends to continue to work closely with local officials, zoning boards, and licensing groups as the process moves forward. We have been in contact with the town councils and zoning boards of the locale's where our other planned properties are located. We intend to adhere to any changes these locales wish to make to their local zoning ordinances, and will continue to work closely with local law enforcement officials to ensure the security of our patients, employees, facilities, and the medication that we dispense.

Cultivation Location: 513 Boothby Rd, Livermore Falls, ME 04253

Zoning: Retail

The Hancock property is suitably zoned to meet the needs and requirements of our organization at this location.

Zoning: Dispensary

The Livermore property is suitably zoned to meet the needs and requirements of a agricultural organization.

Nearest School

Hancock Grammar School is 2.7 Miles from this location, Pierre Monteaux School is 2.5 Miles from this location.

Cultivation Locations:

Livermore- Elementary Learning Center is 2.5 Miles from this location.

❖ Criterion 1 - Measure 4: Enclosed Locked Facility

The applicant shall describe the enclosed, locked facility that will be used in the growing and cultivation of marijuana, its security measures, as required in the rules, and whether it is visible from the street or other public areas.

Maine Modern Medicines dispensary location is a solid wood and steel structure comprising a total of just under 10000sq feet in total . The structure is set back 529 feet from the road, and is a well constructed and maintained structure. The building sits on a total of 52 acres of land, allowing for ample security fencing and various other perimeter security measures. This provides Maine Modern Medicines with an ideal, secure location within which to house their cultivation facilities.

The cultivation area has been designated inside the building to approximately 5000 sq feet of the building in total. Separate chambers will be implemented to control the various stages of vegetative, flowering, transplanting, as well as the curing and drying stages of marijuana cultivation. A secure vault room will be implemented to store the marijuana until such time it needs to be delivered to the retail location in Hancock or moved for processing into the edible production area.

We will also have a CCTV system that will be designed to exceed the current State standard for video surveillance requirements for pharmaceutical storage and dispensing sights. Each DVR quoted will be capable of storing over 45 days of video coverage, with special attention to specific cameras which will be set to record constantly per regulations. The processed frame rate per each channel also exceeds the current State standard minimum and will deliver a full 30FPS per channel. Each location will also permit secured remote viewing via internet connection with administrator password protections.

A combined access control and video surveillance security system will provide the protection of personnel and space. An intrusion detection system will provide monitoring and protection of the perimeter, internal assets, the building and entry points. A comprehensive security management system will provide State compliance, operational efficiency an audit control over the Cultivation security and business operations. MMM has developed a site security plan with the support a contracted professional security company to implement the plan.

Special attention will be given to areas, such as building and floor entry/exit points, cultivation areas, storage vault, and strategic perimeter locations. These areas will be continually monitored and recorded via intrusion detection devices and surveillance cameras. Contained within the security quote is a high security perimeter fence to surround the building and discourage activity.

The parking lot areas of the dispensary, when so designated, will be controlled on a continuing basis to discourage loitering and the policy of the dispensary is absolutely no on site consumption.

- Security estimates from Seacoast Security can be found in Exhibit G.

❖ **Criterion 1 - Measure 5: Principal Officers and Board Members**

The applicant shall provide the name, address and date of birth of each principal officer and board member of the dispensary, along with a photocopy of their Maine driver's license or other state-issued identification card.

Ron Fousek, 60 Young Street, South Berwick, ME 03908 (DOB: 04/28/72)

Brendan McGann, 26 Harborview Ave, South Portland, Maine, 04106 (DOB: 03/10/73)

Patti Fousek, 60 Young Street, South Berwick, ME 03908 (DOB: 03/09/71)

Brian Eagar, PO Box 11, Acton, ME 04001 (DOB: 01/14/55)

Joe Pickering, 36 Harbor View Ave, S. Portland, ME 04106 (DOB: 04/03/56)

Roger Soucy Jr., 513 Boothby Rd, Livermore, ME 04253 (DOB: 04/28/72)

Ben Campo Jr., 38 Foreside Rd, Cumberland Foreside, ME 04110 (DOB: 02/28/67)

- *Exhibit H: Copies of Maine St. Driver's License or other state ID*
- *Exhibit I: Resumes of Board Members*
- *Exhibit J: Resumes of Advisory Board*

❖ **Criterion 1 - Measure 6: Direct/Indirect Authority**

The applicant shall provide a list of all persons or business entities having direct or indirect authority over the management or policies of the dispensary, and a list of all persons or business entities having 5% or more ownership in the dispensary, whether or not the interest is in the land or buildings, including owners of any business entity which owns all or part of the land or building.

Principal Officers

Ronald Fousek, (Direct Authority), Board Member/ Founder/Deputy Director

Brendan McGann, (Direct Authority), Board Member/Dispensary Manager/Director of IT

Patti Fousek, (Direct Authority), Board President

Brian Eagar, (Direct Authority), Board Member/Edibles Production

Building Owner

Roger M. and Michele C. Woodbury

❖ **Criterion 1 - Measure 7: Creditor Holding**

The applicant shall provide the identity of any creditor holding a security interest in the premises, if any.

No creditors hold an interest on the premises.

❖ **Criterion 1 - Measure 8: Cover Letter**

The application shall include the required signed cover letter, and the completed application form supplied by the department.

Please see signed cover letter on Page 2.

❖ **Criterion 1 - Measure 9: Long-term Feasibility, Non-Profit Experience**

The applicant shall describe how the dispensary will operate on a long-term basis as a non-profit organization and a business plan that includes, at a minimum, the following:

- ✓ *A detailed description about the amount and source of the equity and debt commitment for the proposed dispensary that demonstrates the immediate and long-term financial feasibility of the proposed financing plan, the relative availability of funds for capital and operating needs; and the financial capability to undertake the project.*
- ✓ *A copy of the proposed policy regarding services to registered patients who cannot afford to purchase marijuana for medical purposes.*
- ✓ *The application indicates whether or not the applicant will accept unused excess marijuana from registered patients or caregivers, the process for assuring that the marijuana is not adulterated (how it will be tested) and how it will be redistributed (cannot be sold) to those registered patients who cannot afford marijuana for medical purposes.*
- ✓ *Projected income statements for the first three (3) years after implementation (forms to be supplied by the department).*

Long-term Financial Feasibility Plan:

Maine Modern Medicines has been working with Maine Capital Partners LLC on this project who have supplied us with a letter of intent (LOI) attached herein.

MMM will have access to over \$1M in a line of credit as detailed in the letter of intent. We anticipate an initial cash infusion of over \$250K within three weeks of license award in order to secure supplies, contract for services, enact placeholders with proposed grow sites and dispensary locations, and enter into other operational assignments. The remaining funds will be accessed periodically per the terms of the LOI to ensure that that we have the flexibility to meet project deadlines, dispensary opening date, keep pace with the ever increasing community of patients.

Debt repayment will follow the terms of the agreement, which notes a 16.5% interest rate over four years. Given the expected growth rate within the districts for which we are applying, we project sufficient income to repay debt obligations without affecting the availability of funds for continued expansion of our patient services programs and to fund program operations. MMM is not obligated to access any funds in the event it is not awarded any license. All debt obligations allow for penalty-free prepayment of debt.

MMM has an experienced financial and operations executive as acting CEO who will engage the services of a CPA firm with requisite experience managing and reporting non-profit financials. Additionally, members of the Board of Directors have numerous years of experience starting and owning businesses both in Maine and in other states. The Board will be an active partner with the CEO in all financial decision making processes as deemed necessary and required by our by-laws or statute.

Under this application, Brian Connolly acting as CEO will oversee initial hiring processes working with board members or other professional as necessary. Given his background in the public sector and vast involvement with non-profits, Mr. Connolly understands that MMM must select and hire talented personnel and offer top-level training to all staff to ensure consistent adherence with our policies and procedures. By the end of year one we will have hired up to 9 personnel (both full time and part time) with a projected 13 personnel by the end of year 3. However, we will be supplementing our service efforts with volunteers and contracted services to reduce overhead and control costs. In the event that growth is larger than anticipated, our plan and organization is flexible enough to add personnel in the event we deem it necessary to do so. The MMM Board of Directors will authorize expansion beyond financial or organizational capacity.

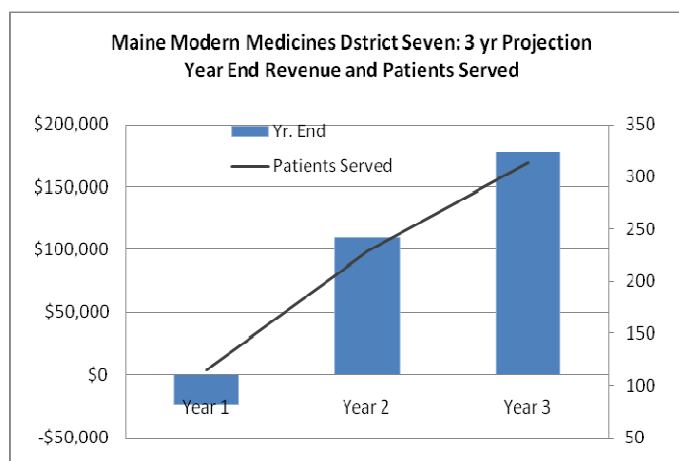
Financial Information

MMM has projected its financial and operating performance using the table below. We are projecting year 1 patients served at 115, while the industry standard for cannabis patients would allow for 250 (1% of population), a delta of 34 patients that are not included in our projections. We feel keeping our patient count low initially will allow us to manage our finances more conservatively. Increasing patient counts to inflate revenues does not serve our organization (or the community) in any positive way and would raise expectations to unrealistic levels. MMM will grow as our patient counts grow.

District 7-Hancock	
	Population
2009 estimate pop.(extensive deliveries)	24,981
2014 projected pop. (extensive deliveries)	33,589
2009 MM patient 1% of pop	250
proj.2014 MM patient 1% of pop	336
Dist. 1 projected patients-Y1	115
Y2	229
Y3 (includes small factor for spill over)	313
delta with 2009 1% projection	135
delta with 2014 1% projection	221

It must be noted that MMM will be performing an aggressive marketing campaign in the medical community to ensure that this sector is aware of our brand and of the benefits of medical cannabis. Such business development activity will help us make strides in increasing patient counts for years 1 through 3. By year 3, we will re-evaluate patient count projections, but have not done so here. As this site is remote, we are including deliveries county wide. As this medicine gains acceptance customers will be forthcoming. As part of our good faith effort in working with our patients, we are willing to absorb a patients registration fee based on income guidelines.

In year one (chart below) we project a small deficit. Certainly the higher the number of patients, the greater the revenues (and expenses) we ultimately receive will dictate our financial performance. In years 2 and 3 we show modest profitability. However, we are most proud of the sizeable community contributions (donations off gross sales) that when combined total over \$500K dispersed to local non-profits. You will notice we do not increase the price of cannabis products in this model and have factored sizeable discounts into our calculations. Our stated price is “market determined” based on product quality and other factors.



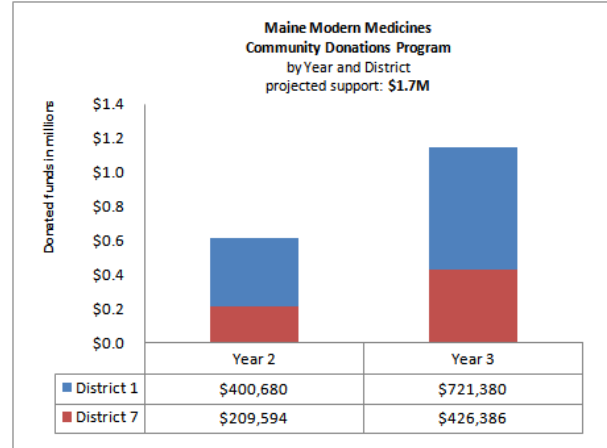
- Exhibit K: Letter of Intent from Maine Capital Partners
- Exhibit L: Business Plan with more detail

Community Donations Program

MMM will undertake a very progressive community donations program that we believe separates us from other applicants: we are committed to donating \$1.75M to local non-profits (16% of gross profits) in years two and three. This figure could be higher depending on participation rates and actual cost figures are finalized.

The organization will accept applications from Maine non-profits seeking assistance in such areas as but not limited to housing, education, transportation, social services, employment, drug counseling, health, services to women and children, community development, workforce development, and job training. Each application will explain in detail the nature of the request, amount requested, explanation of community impact, and other financial documents. Additionally, each applicant will provide letters of support from the community they serve indicating the vitality and sustainability of the request and the organization.

Other terms and conditions may be requested depending on the nature of the request. Multi year awards may be considered as well as requests for staff support. Each applicant must assure MMM that awarded funds will be fully dispersed within 12 months of award. Unspent funds will be returned to MMM within 12 months. All applicants may request in writing to retain unspent funds. MMM reserves the right to allow such retention. Unspent funds returned to MMM will be added to the next years' community donation fund as additional revenues. Applicants can submit multiple requests either separately or in one submission. Those not selected will not be granted preference in the next year's award program. An applicant may be the recipient of multiple awards in any given year. Applicants are firmly discouraged from submitting applications for salaries and wages support only unless the request is part of a overall plan that requires such support. Funds may not be used to supplant state or federal funds, but the award can be used to leverage such funds in other grant applications with other entities. Awards requiring a long term commitment on behalf of MMM will not be considered.



- The CEO, working with a designated Board Member, will compile the list of requests, prepare a summary document of all applicants and an available donation amount, and present this to the Board for their consideration. The Board will consider each applicant and conduct interviews (if it desires to do so). The Board will award funds to programs they determine are best in line community goals and ambitions.
- MMM is committed to our stated donated amount, however the CEO and Board of Directors, in their respective fiduciary capacities on behalf of MMM, reserves the right to adjust availability of funds, program procedures and policies, time frames or any other procedure related to this program if it deems doing so is in the best interest of MMM.

Policy regarding excess, unused marijuana

MMM will accept all donations of excess marijuana from all registered patients and caregivers. This excess marijuana will be thoroughly testing through our partnership with University of New England, to ensure the quality and safety for our patients. Once excess donated marijuana has been certified as safe for consumption, MMM will make this available for FREE to our patients who qualify through our sliding fee scale program. The MMjOS Dispensary operating system allows for consignments management, which in this case would be used to track exact amounts of donated marijuana and those qualifying patients who received it at no cost.

Proposed policy regarding services to registered patients who cannot afford to purchase marijuana for medical purposes**Making Medical Cannabis Affordable Program**

Maine Modern Medicines is a committed non-profit organization that has as part of its mission statement, an objective to offer reduced cost or free services to our patients in the communities of District 1 – York County. It is our objective to turn no patient away based upon their financial needs, and the operating reserves generated at the center.

The “Making Medical Cannabis Affordable” (MMCA) will be offered to patients based on their family size (1- 5) and current income. The Dispensary Manager will process, as part of the confidential patient information, a copy of the past two year’s income statements and or income tax returns, and an application for the MMCA program.

Sampling of discounts are on the following page.

Discount Structure

Family Size	Income Range	Percent of Charges You Pay
1	\$0.00 to \$10,210.00	0 %
1	\$10,210.01 to \$11,231.00	10 %
1	\$11,231.01 to \$12,252.00	20 %
1	\$12,252.01 to \$13,273.00	30 %
1	\$13,273.01 to \$14,294.00	40 %
1	\$14,294.01 to \$15,315.00	50 %
1	\$15,315.01 to \$16,336.00	60 %
1	\$16,336.01 to \$18,888.50	70 %
1	\$18,888.51 to \$20,420.00	80 %
1	\$20,420.01 to \$25,525.00	90 %
1	\$25,525.01 to \$999,999.99	100 %

Family Size	Income Range	Percent of Charges You Pay
3	\$0.00 to \$17,170.00	0 %
3	\$17,170.01 to \$18,887.00	10 %
3	\$18,887.01 to \$20,604.00	20 %
3	\$20,604.01 to \$22,321.00	30 %
3	\$22,321.01 to \$24,038.00	40 %
3	\$24,038.01 to \$25,755.00	50 %
3	\$25,755.01 to \$27,472.00	60 %
3	\$27,472.01 to \$31,764.50	70 %
3	\$31,764.51 to \$34,340.00	80 %
3	\$34,340.01 to \$42,925.00	90 %
3	\$42,925.01 to \$999,999.99	100 %

Family Size	Income Range	Percent of Charges You Pay
2	\$0.00 to \$13,690.00	0 %
2	\$13,690.01 to \$15,059.00	10 %
2	\$15,059.01 to \$16,428.00	20 %
2	\$16,428.01 to \$17,797.00	30 %
2	\$17,797.01 to \$19,166.00	40 %
2	\$19,166.01 to \$20,535.00	50 %
2	\$20,535.01 to \$21,904.00	60 %
2	\$21,904.01 to \$25,326.50	70 %
2	\$25,326.51 to \$27,380.00	80 %
2	\$27,380.01 to \$34,225.00	90 %
2	\$34,225.01 to \$999,999.99	100 %

Family Size	Income Range	Percent of Charges You Pay
4	\$0.00 to \$20,650.00	0 %
4	\$20,650.01 to \$22,715.00	10 %
4	\$22,715.01 to \$24,780.00	20 %
4	\$24,780.01 to \$26,845.00	30 %
4	\$26,845.01 to \$28,910.00	40 %
4	\$28,910.01 to \$30,975.00	50 %
4	\$30,975.01 to \$33,040.00	60 %
4	\$33,040.01 to \$38,202.50	70 %
4	\$38,202.51 to \$41,300.00	80 %
4	\$41,300.01 to \$51,625.00	90 %
4	\$51,625.01 to \$999,999.99	100 %

Projected Income Statements are on the following page.

Projected Income Statements:

Maine Modern Medicines			
District 7- Hancock, Maine			
	Start-Up Year 1/1/2011 to 6/30/2011	Year Two- 7/1/2011 to 6/30/2012	Year Three- 7/1/2012 to 6/30/2013
Revenue:			
Cannabis Sales	\$1,019,500	\$2,095,944	\$2,842,571
Paraphernalia sales	\$22,425	\$96,901	\$142,853
Other sales	\$9,344	\$44,724	\$71,427
less discounts	(\$101,950)	(\$209,594)	(\$284,257)
Total Revenue	\$949,319	\$2,027,975	\$2,772,594
Expenses:			
Payroll, taxes and fringe benefits	\$520,943	\$699,555	\$851,438
Cultivation	\$115,326	\$255,365	\$492,111
Supplies	\$3,000	\$5,750	\$7,500
Office Equipment	\$7,500	\$4,500	\$4,500
Utilities	\$14,250	\$27,000	\$34,650
Insurance(s)	\$4,359	\$4,708	\$5,273
Rent	\$24,000	\$36,000	\$36,000
Security	\$25,000	\$40,000	\$50,000
Donations off gross sales		\$209,594	\$426,386
License	\$16,000	\$16,000	\$16,000
Bad Debt	\$0	\$0	\$0
Community Services	\$0	\$20,000	\$55,000
General Operating Expenses	\$61,763	\$172,561	\$187,323
Principal	\$97,171	\$258,242	\$299,683
Interest	\$78,701	\$162,956	\$122,409
Depreciation/Amortization	\$5,179	\$6,214	\$6,214
tbd			
Total Expenses:	\$973,192	\$1,918,446	\$2,594,487
Net:	(\$23,873)	\$109,528	\$178,107
Staffing			
Administration	2.50	2.50	3.50
Cultivation	2.00	2.50	3.00
Retail	3.50	4.50	5.00
TOTAL	8.00	9.50	11.50
Number of Patients:	115	229	313
Estimated Price/Ounce	\$300	\$300	\$300

Criterion 2: Overall Health Needs of Registered Patients and Safety of the Public

❖ Criterion 2 - Measure 1: Access for Patients and Caregivers

The applicant demonstrates their proposed location will be convenient for registered patients and caregivers.

Maine Modern Medicines has completed an exhaustive search for locations that will provide access to the largest number of patients and caregivers. Located within Hancock, Maine this provides a centralized location for the Downeast district. We have talked with the local bussing company Downeast and are exploring possibilities to provide a bus stop for the patients out front of the retail location. Also we will have a comprehensive delivery system for anyone that is not capable of visiting the Dispensary retail location.

❖ Criterion 2 – Measure 2: Steady Supply of Medical Marijuana

The applicant demonstrates a steady supply of marijuana for medical use will be available to the projected number of registered patients.

- ✓ *There is a start-up timetable which provides an estimated time from registration of the dispensary to full operation, and the assumptions used for the basis of those assumptions.*
- ✓ *The applicant shall demonstrate knowledge of organic growing methods to be used in their growing and cultivation of marijuana.*
- ✓ *The applicant shall demonstrate the steps will be taken to ensure the quality of the marijuana, including purity and consistency of dose.*
- ✓ *The applicant discloses the various strains of marijuana to be dispensed, and the form(s) in which the marijuana will be dispensed.*

Members of Maine Modern Medicines have been serving as caregivers in their communities for quite some time. As a result, we are uniquely aware of the need within our community for this medicine. In response to this need, we have put together a very aggressive timetable for opening our dispensary location.

In order to meet this timetable and allow for future patient growth, we have dedicated 10,000 square feet to be used a secure, dedicated Closed Grow Environment (CGE). This space will support patient growth estimates for our first three years of operation. This growing area will be fully secured from any dispensary or administrative areas, fully ensuring that only authorized employees are able to access this space. The production of our first crop of medical marijuana will take approximately 90 days from the germination of seed until the final dried and cured cannabis has been tested and certified for patient consumption.

This process will begin promptly after we receive our certificate of registration as an authorized, licensed dispensary.

The 10,000 square foot space will be segmented into 22 individual 440 square foot sections, each section being able to support the growth of plants for 20 patients. As the number of patients we serve grows, we have the flexibility to rapidly expand into each additional room to ensure we meet the needs of our patient base.

Inventory will be done manually on a daily basis and in real time using our state of the art RFID tagging, monitoring, and inventory solution. This real time knowledge of our current plant counts, and their respective growth stages, will enable us to accurately estimate production levels and adjust them based on the usage trends of our patients. Current plant counts and patient usage trends will be reviewed daily

by the Director of Cultivation and Sr. Management team. At this time we will make any necessary adjustments to the number of each plant strain currently in production. This will allow us to continually provide our patients with the specific strain of Medical Marijuana that provides the highest level of symptom relief for their medical condition.

Maine Modern Medicines will employ various growing methods, to ensure we have the freshest medicine available for our patients at all times. As each harvest occurs, we will begin the production cycle again by replacing the harvested plants with new seedlings.

As evidenced in our cultivation policies and procedures (Schedule E-2), you will find that we have well documented procedures to ensure we always have a steady supply of the medical marijuana strains that best meet the needs of our patients and their medical conditions.

	Timetable of Events	
<u>Date</u>	<u>Description of Event</u>	
<u>AUGUST 31</u>	License to operate dispensary awarded.	
<u>SEPTEMBER 15</u>	Construction permit process started	
<u>Sept. 30</u>	Construction permits awarded.	
<u>October 1</u>	Full frame up, electrical, security, and administration systems are sourced and put into place.	
<u>November 15</u>	Construction has been completed on the initial build out and kitchen facility along with dispensary rough out.	
<u>November 30</u>	Construction has been completely finished. We are awaiting inspections for kitchen licenses, Final walk-through inspections. Also at this time we will begin the employment process.	
<u>December 14</u>	Hiring process has been completed and we will begin the training for the employees for compliance.	
<u>January 3rd</u>	Last day of training, systems checks, final walkthrough of all area to assure quality control in place, all systems go.	
<u>January 4</u>	Grand Opening Ribbon Cutting and Giving back to Saco Day	
<u>January 5</u>	Begin normal day to day operations	
	Plant Staging and Cultivation Timetables	
	Our Plan will vary timetables and cultivation time to coincide with the construction process. It is critical to our timing of the plants that they are not stressed by moving or adjusting light cycles while in the vegetative stage.	
	Two groups of cuttings will be taken to start the growing process. We will adhere to Maine state rules regarding quantities	
<u>Date</u>	<u>Group A</u>	<u>Group B</u>
<u>September 30</u>	Cuttings are placed in a cloning medium to begin process. Also at this time seeds will be germinated along with the cuttings for strains that are not available for cloning process	
<u>October 16th</u>	Cuttings have formed a healthy root structure and are transplanted and moved into the Vegetation room. At this time seedlings have also developed and will from this point forward be included in the cuttings for easier flow.	Cuttings are placed in a cloning medium.
<u>November 1</u>	Vegetated plants from Cuttings are moved from the Vegetation room and relocated into the Flowering room	Cuttings have formed a healthy root structure and are transplanted and moved into the Vegetation room
<u>Dec 23</u>	Mature, female plants are removed from the flowering room and moved into a trimming/harvest room for final processing and scrupulous observation before dispensing to patients.	Vegetated plants from Cuttings are moved from the Vegetation room and relocated into the Flowering room
<u>Jan 1 - 4</u>	Curing process	Dec 15 Mature, female plants are removed from the flowering room and moved into a trimming/harvest room for final processing and scrupulous observation before dispensing to patients.
<u>January 2011</u>	Dispensary opens (estimated)	

Organic Growing Methods

We have contracted with a number of outside experts in the field of Organic Farming for ongoing consulting services. The Director of Cultivation will continue to consult with these experts on an ongoing basis.

Our overall mission is to grow the highest quality organic medical marijuana for consumption by our patient population. We will be using an organic hydroponic growing system. There are many benefits to soilless organic gardening, including but not limited to; elimination of soil born pests and diseases, granular control of exact nutrient quantities in growing medium, as well as increased yield per plant and higher levels of THC, CBD, CDG, and other beneficial compounds.

We will meet all OMRI (Organic Materials Review Institute) Standards for Organic Certification.

The organic nutrient regimen can be custom tailored to each strain, and we will use only OMRI certified organic nutrients. Shown below is a partial list of those companies who OMRI certified nutrient product we intend to use.

- Botanicare
- Earth Juice
- Fox Farms Nutrients
- Humboldt Nutrients
- Technaflora

In addition to the companies listed above, there are over 1400 more OMRI certified organic products that we intend to research and consider for implementation into our organic hydroponic feeding systems.

The nutrient reservoir will be cleaned and replaced using only OMRI certified organic cleaning products. We will implement a reverse osmosis process to remove and heavy metals or other contaminants from the water prior to introduction into the hydroponic system. All plants will be flushed for 7 days prior to harvest to maintain purity and allow for the formation of plant terpenes, which studies have recently shown may be more beneficial than previously thought.

Quality of Marijuana, including purity, consistency and dose

As explained in Section E-5, Maine Modern Medicines will ensure that every product that is dispensed will adhere to strict quality control guidelines. Our quality control starts the moment seed are purchased, through the entire cultivation stage.

In addition to the quality control described during the cultivation process, Maine Modern Medicines will also lab test every medicinal cannabis product produced for safety and potency of a variety of compounds. We are in current talks with a Maine University for testing of our products. With this testing, we will be able to track each patient's medicine from seed to final product, and provide the missing link in Medical Marijuana Research, the connection of anecdotal data with advanced scientific testing methodologies. For the first time, we will be able to provide quantitative results based on the specific percentages of compounds in each patient's medicine.

Regular inspection using plant Microscopy will ensure that we harvest each plant at the optimal time to ensure the highest levels of beneficial cannabinoids (THC, CBD, and CBN) in each plant.

All dispensary personnel will wear gloves when handling plants, or other tools and devices that will come into contact with any plants. Personnel will be prohibited from wearing any scented products but not limited to cologne and perfume to ensure that there is no cross contamination of our medical marijuana through airborne transfer of inorganic compounds frequently used as the primary ingredients in products of this type.

All pest control methods used will meet OMRI certification standards. One of the most common pests found in marijuana growing operations is the spider mite, which can easily be controlled by the introduction of ladybugs into our gardening facilities.

An automated organic Co2 production system will be in place to provide Co2 enrichment, which will in turn provide increased growth rates within our medical marijuana gardening facility.

High CBD Strains

A relatively new development in medicinal cannabis strain breeding is the demand by patients for varieties high in CBD (Cannabidiol) a non-psychoactive cannabinoid with sedative properties. In the past, breeders have tried to choose for traits that exhibit less CBD percentages for the recreational cannabis market but now, new specialty types of high CBD strains are being developed and are well sought after for patients suffering from body injuries, severe spasms or restless leg syndrome. High CBD strains can relieve convulsions as well and recent studies have even shown its efficacy in inhibiting the growth of cancer cells. MMM is working in collaboration with a Maine University. Our Cannabis Analysis program will use Gas and liquid Chromatography interfaced with mass spectroscopic analysis. This testing will allow us to measure and analyze levels of THC, CBD, CBN and other cannabinoids to further this quest for more medicinal strength cannabis varieties.

For a complete description of the varieties below, and the specific medical conditions for which they were chosen, please see Section E-6.

AK-47 –Indica 80/Sativa 20

THC 18.6% CBD: 0.19% CBN 0.5%

Arjans Haze – Sativa 80/Indica 20

THC 15.2% CBD 0.14% CBN 0.5%

Blueberry Sour Diesel -Indica 80/Sativa 20

THC 14.1% CBD 0.19% CBN 0.2%

Bubba Kush – Indica

THC 14.1% CBD 0.12% CBN 0.2%

Cheese – Indica 80/Sativa 20

THC 17.2% CBD 1.21% CBN 0.7 %

ChemDawg -Sativa 60/Indica 40

THC 15.4% CBD 0.11% CBN 0.7%

Great White Shark –Indica 60/Sativa 40

THC 14.9% CBD 0.12% CBN 0.8%

Hawaiian Snow –Sativa

THC 23.9% CBD 1.1% CBN 0.8%

Himalayan Gold –Indica 70/Sativa 30

THC 14.76% CBD 0.15% CBN 0.5%

Ice Princess-Sativa 80/Indica 20

THC 19% CBD 0.15% CBN 0.4%

❖ **Criterion 2 - Measure 3: Experience Running Non-Profit or Other Businesses**

The applicant demonstrates experience running a non-profit organization or other business.

Maine Modern Medicines has a widely respected board of directors and professionally recognized leadership team both with a broad and deep range of experience managing and leading non-profit, for profit and governmental organizations. Several leadership members have advised local and state officials on a range of social and economic issues. Additionally, members of the board of directors are recognized throughout the state and the nation for their activism and knowledge on behalf of medical cannabis. Having cultivated and maintained ties with to both the financial and medical community, our leadership team will be well positioned to leverage those ties in order to strengthen and buttress the organization.

Brian Connolly, our Acting CEO, currently serves as a Consultant with Maine Modern Medicines, a start-up, health care nonprofit located in Maine specializing in holistic medicine dispensary, education, counseling, and wellness services. He provides leadership and oversight of:

- Strategic planning and business operations
- Corporate financial planning
- Human resources policies and procedures
- Governance Board operations
- Corporate brand and social positioning
- Site review
- Government and community relations

In addition, Mr. Connolly has provided consultative services to asset disposition firm serving private corporations, local government, and non-profits. His tasks include prospect identification and analysis and planning. In addition, Mr. Connolly provides consultant services to a Boston-based non-profit specializing in the development and distribution of items to homeless shelters and hospitals for children in need. Tasks include outreach, finance, board operations, fundraising, and general support.

Ron Fousek, Deputy Director/Director of Patient Education & Outreach, is one of the original founders of Maine Modern Medicines. He currently provides Caregiver services under the Maine State law to patients needing medical cannabis. Prior to joining Maine Modern Medicines, Ron was an account manager with PFG Northcenter in Augusta Maine. While employed with PFG he successfully increased year on year sales of his route by 20% and led his team in sales of Kettle Soup products.

Prior to being employed by NorthCenter, Ron was employed by several restaurants in the local area including Varano's Restaurant in Wells, Maine where he served as the Executive Chef. He has also served as the Executive Chef at several restaurants in the United States including the Hotel Alex Johnson in Rapid City, South Dakota.

He also served in Desert Storm during 1990-1992 as well as tours in Korea, Japan and South West Asia. Having attended several universities across the United States that include the University of South Dakota, Black Hills State University as well as Boston University in the early 1990's Ron now resides in South Berwick, Maine with his wife.

Patti Fousek, Board President, owns and operates a successful Search Marketing and Social Media company in Maine, CreativeMind Search Marketing. Prior to owning her own business, Ms. Fousek was employed by WGBH Boston (local PBS station), where she helped promoted national programs such as *Masterpiece Theatre*, *American Experience*, *Arthur*, *Zoom*, and Martin Scorsese's *The Blues*. She possesses over 20 years in project management, marketing, and policy creation for non-profit and for profit businesses.

Joseph G. Pickering, Board Vice President, born at Maine Medical Center in Portland, Maine has lived with his family in Portland and throughout the state for close to 50 years. A graduate of the University of Southern Maine with a degree of Political Science in 1978; he worked for the Portland Press Herald/ Maine Sunday Telegram for 30 years in the advertising department. During which, he was the Unit Chair and Executive Board member for the Communication Workers of America/Portland Newspaper Guild representing over 350 members. Also during this time he was the Chairman, Vice-Chairman and Board member for the United Way of Portland representing the Guy Gannett Publishing Co.

He was an active member in organizing fund raising golf tournaments for the Jimmy Fund for the Dana Farber Institute and the Ronald McDonald House of Maine. He has also been active in organizing fund raising breakfasts and dinners for the Holy Cross School in South Portland and organizing the Thomas The Train visit at the Barbara Bush Children's Center at the Maine Medical Center. He currently organizes a Maine Down East Day in Essex County, N.Y. for the Toys For Tots program.

Since leaving the Portland Press Herald/Maine Sunday Telegram, he has owned and operated an advertising agency. Most recently he has contracted with the North Star Alliance through the Mid-Coast Business and Economic Development Center to work with the State of Maine agencies and non-profit associations which targeted marine related, boat building and composite industry businesses.

Brendan McGann, Board Member/Director of IT, is a highly motivated and results driven technology professional and entrepreneur with 20 years of experience working for dynamic domestic and international companies in a variety of Technology and Management Positions. This included experience with small start-ups, Industry leading technology manufacturers, and Premier medical institutions in North America. He is regularly invited to speak to large audiences regarding the current state of Information Technology and Security Preparedness. Mr. McGann is the founder of Caregivers of Maine, a Medical Marijuana Caregiver organization focused on providing the highest quality free medical marijuana to Military Veterans and terminally ill patients who could not otherwise afford it.

Brian Eagar, CPC, CFBE, AAC, Board Member/Edibles Production, is a results oriented, hands-on senior manager possessing a record of consistent successes improving organizational performance and talent management. Mr. Eagar has led HR through two successful acquisitions involving re-establishing or developing processes and procedures, new benefits management, retention and leadership development programs. He has also designed a corporate staffing strategy for 30,000-plus employee workforce; introduced the first system-wide resume tracking system via an ASP/Internet host.

Eagar received additional training towards his Master of Science in Human Resources Administration at the Harvard Graduate School of Education in Cambridge, MA in 1985 before becoming Executive Vice President for the 550 office Snelling & Snelling Corporation out of Dallas, TX, where he organized and launched the organization's Food & Hospitality Divisions for them from 1985 through 1990.

Currently Mr. Eagar owns two successful staffing companies, Search International and currently lives in Acton, Maine with his son Dustin.

Benjamin P. Campo, Jr., Board Member, graduated from the University of Maine School of Law in 2002 and joined the firm in 2003. His practice at Drummond & Drummond focuses on civil litigation, real estate litigation, foreclosure and collections matters, and appellate advocacy. Additionally he serves as Chair of the Maine Organix

Ben is an enthusiastic bicyclist and enjoys playing ice hockey. He and his family reside in Cumberland, Maine.

Roger Soucy Jr., Board Member, is a successful business owner who operates Puroclean in Livermore, Maine. Prior to Puroclean, Mr. Soucy has owned and operated Purofirst of Western Maine.

❖ **Criterion 2 - Measure 4: Record Keeping, Inventory, Quality Control, Security**

The applicant demonstrates that its plan for record keeping, inventory, quality control and security and other policies and procedures will discourage unlawful activity.

Inventory Policies and Procedures

Maine Modern Medicines will employ state of the art technologies to keep accurate real time, record keeping, inventory and quality control, and numerous other measures to discourage unlawful activity as described in Section E-3.

This will be accomplished using a combination of RFID technology integration with MMjOS, an industry leading Medical Marijuana Dispensary Operating System. These systems will allow us to carefully monitor inventory to stay within the maximum amounts allowed by state law. Our inventory procedures also reduce the risk of internal/external theft.

The RFID technology we employ will track each individual plant from seed through cultivation, harvest, drying, curing, processing, packaging and dispensing keeping track of all environmental and other variables to ensure consistently high quality medical marijuana is provided to our patients. Each RFID tag will allow us to store the results of testing. By tracking true scientific measurements of the numerous components and potency of each strain, we will be able to identify the varieties of medical marijuana with the highest level of efficacy for a given medical condition.

After each plant is harvested, the resulting medicine will be packaged and affixed with an RFID tag. This tag will be tracked in real time, updating inventory as our products are moved within each facility, as well as between our Production and Retail Locations. Inventory and movement of products is continually monitored and updated in real time, through the use of stationary and handheld RFID Sensors. The system will be configured to provide instantaneous alerting when any product is moved without the proper authorization, as well the patient that each specific packaged product is sold. After the product is sold to the customer, they will be provided with a patient efficacy survey in either electronic or paper format. The results of these surveys, tied to actual scientific data for the exact product the customer purchased, will allow us to continually improve the selection of strains and dosages that best suit the needs of our patients.

In addition to RFID technology, we will implement biometric and card access technology for access to our secure storage locations within each facility. Access to this area will be strictly limited to only those personnel whose job function requires that they have access. After having entered this room, all medicinal marijuana products will be kept in a locked safe, and will require two separate individuals to access medicine, which will be protected further by a double lock and key access method.

Using our RFID technology, when medicinal marijuana products are removed from the secured storage location, all inventory and tracking systems will be updated in real time, and provide an alert when an item is removed that has not been chosen for purchase by a Medical Marijuana patient or their caregiver.

Inventory

Inventory control will be managed by various staff member of MMM. Each department will have a strict check-in/check/out policy and strict inventory control monitoring. The inventory will be checked by one staff member and one department manager. All medicinal packages to be dispensed and paraphernalia will be counted at the beginning and end of each shift. When MMM closes for the day, all medical cannabis to be dispensed and paraphernalia will held in a locked safe/vault room until the start of the next business day.

At each point of contact with the medicinal marijuana there will be two employees that serve as a check and balance for each other as accordance with Maine law.

Never keep more than a day's worth of inventory out on display in the dispensary. Always keep excess inventory in a sturdy safe that is either bolted or set in the foundation of the facility.

Quality Control

For all of our water needs we are utilizing a reverse osmosis water filtration system. In addition, for lighting purposes we will deploy 1000w HPS lights that are designed specifically for greenhouse production. Combined with a propane CO2 generator and heated by a Modine high efficiency heater this method is as cost effective as possible to reduce growing costs and maintenance needs while maintaining a minimal environmental impact on the area surrounding us.

The MMM cultivation systems give us superior control over all aspects of production; ensure the highest quality of medicinal marijuana, allowing for consistency of dosage.

Dispensing Medical Cannabis

All medication to be dispensed will be recorded in the MMjOS. The MMjOS will contain the doctor's order, Maine State, prescription, and will record the amount of medication dispensed, the date it was dispensed, sales record, and copy of trip ticket. MMjOS will consist of a standard form approved by DHHS and an electronic version allowing for accurate inventory of medication available in the dispensary.

MMM will enforce the Maine state law by setting purchasing limits of no more than 2.5 ounces of usable marijuana per qualifying patient or caregiver during a fifteen-day period. We will verbally review the Maine State law with all patients upon the initial intake meeting. The written law will also be included in the Patient Handbook as well as the Employee Handbook. MMM will also track each patient purchase in the POS system to enforce the Maine state law.

Security and other policies and procedures will discourage unlawful activity

MMM has developed a site security plan with the support of local police and contracted private security companies to implement the plan.

We will have a CCTV system that will be designed to exceed the current State standard for video surveillance requirements for pharmaceutical storage and dispensing sights. Each DVR quoted will be capable of storing over 45 days of video coverage, with special attention to specific cameras which will be set to record constantly per regulations. The processed frame rate per each channel also exceeds the current State standard minimum and will deliver a full 30FPS per channel. Each location will also permit secured remote viewing via internet connection with administrator password protections.

A combined access control and video surveillance security system will provide the protection of personnel and space. An intrusion detection system will provide monitoring and protection of the perimeter, internal assets, the building and entry points. A comprehensive security management system will provide State compliance, operational efficiency an audit control over the Dispensary security and business operations. MMM has developed a site security plan with the support a contracted professional security company to implement the plan.

Special attention will be given to areas, such as building and floor entry/exit points, staff offices, storage vault, growing areas, elevators and strategic perimeter locations. These areas will be continually monitored and recorded via intrusion detection devices and surveillance cameras.

Internal security will include staff members being assigned photo IDs, that based on security clearance, will either grant or deny entry to sensitive areas. This allows for an effective audit trail of all personnel. Non company personnel can be denied access through the facility.

Monitoring of the security system will be on a continuous 24 hours, seven days a week schedule, with the control equipment, both for access control and CCTV, located in a security control room. The current model includes a full time staff member dedicated to security. Security personnel will be in charge of monitoring the interior and exterior, verifying patients card ID prior to entrance, and overseeing surveillance systems. A plan will be in place with local and State Police in implementing emergency operations and fast tracking any incident.

Exterior Lighting

The entire parking lot, entrance ways, and all exterior sections of the building will have motion lighting, as well as all weather cameras for complete security surveillance.

Trip Tickets

Each dispensed medication will include a trip ticket that is signed by both the patient and two representatives of MMM. The trip tickets will be labeled to identify the dispensary, the product, the time and date of origin and destination of the product. Trip tickets will be kept in the patient medical record for six years.

Sales Records

We will keep appropriate sales records for a minimum of six years. Sales records will include the name of the registered patient or registered caregiver, the date, quantity and form of medical marijuana, as well as the price and type of paraphernalia sold. We will collect and pay tax as required by Maine State law.

❖ Criterion 2 - Measure 5: Staffing Plan, Safe Growing, Confidentiality

The applicant fully describes a staffing plan that will provide accessible business hours, safe growing and cultivation, and maintenance of confidential information regarding grow sites and the identity of patient information.

Staffing Plan

Maine Modern Medicines is projected to employ nine employees to operate the Dispensary and growing operations between September 2010 to June 2011. Our employment plan calls for adding 1.5 FTEs in Year 2 and 2.5 additional FTEs in year 3, for total of 13 P/FTEs in Year 3.

It is our intention to advertise in the local media outlets for our personnel. New hires will be placed on a probationary period, and will participate in training programs conducted by internal staff. They will be continually evaluated for access in our medical environment. All employees will be provided with a handbook, and other educational material they can refer to either during the work day or at home.

Furthermore, all staff will receive Red Cross instruction in the latest First Aid techniques while Dispensary personnel will be trained in HIPAA standards and certifications.

Our organization will utilize job descriptions and employee guide books for employee performance evaluations. MMMs management positions are listed below:

- **Acting Chief Executive Officer
Brian Connolly**

Reporting to the Board of Directors, the CEO will have managerial responsibility for the organization and will be focused on delivering mission critical objectives. Furthermore, this role will have responsibility for devising and implementing operational and financial performance plans, and will have overall authority and responsibility for departments within the organization.

- **Deputy Director/Director of Patient Education & Outreach
Ron Fousek**

Reporting to the CEO, and responsible for overall patient education and outreach services, co-oversight of cultivation, dispensary operations, sales, and regulatory compliance.

- **Dispensary Manager/Information Technology Director
Brendan McGann**

Responsible for day-to-day dispensary operations, product storage, dispensing, and member services. Information Technology systems, patient information systems, physical and site security, and inventory control.

- **Edible Production**
Brian Eagar

Responsible for the daily production of medical cannabis infused baked goods, tinctures, and other forms of edible medical marijuana. Ensure strict compliance of local and state ordinances.

- **Director of Transportation**
Richard Lewis

This position will have direct responsibility for packaging and delivery of products to patients and caregivers as needed (not to exceed maximum allowable limits established by law). This position will also have co-oversight of inventory systems, and dispensary/cultivation schedules.

- **Patient Liaisons**

To be hired within 8 to 12 weeks of license award

These positions will be the primary patient services providers who will greet patients, maintain confidential records in compliance with HIPPA standards, daily inventory tracking, interface with medical caregivers as necessary and perform other dispensary activities as assigned. These positions report directly to the Dispensary Manager.

- **Director of Cultivation**
Anthony Ciechon

This position will be responsible for cultivation, processing, packaging, inventory control, scheduling of cloning, vegetation, and flowering cycles, as well as directing harvesting and related procedures. The director will also be responsible for proper watering, feeding, managing, and preparation of the Daily Crop Report for executive staff in order to ensure compliance with all state regulations and organic growing procedures.

- **Senior Agricultural Technician**

To be hired within 8 to 12 weeks of license award

Reporting to the Director of Cultivation this position is responsible for assisting in the day-to-day activities of the grow center, maintaining control logs, schedules, procedures, and other cultivation related activities as assigned.

- **Business Office Manager**

To be hired within 8 to 12 weeks of license award

This position will be responsible for payroll, AP/AR activity, bank account management and reconciliations, month end, quarterly-end, and year-end financials. This person will also manage personnel files, hiring procedures, book keeping activity and related assignments.

Business Hours of Operation: Tuesday – Saturday, 9am – 5pm. (hours subject to change)

MMM has determined that the optimal Dispensary operating hours for customers will be 9am to 5pm, Tuesday to Saturday (hours subject to change). We will not close for lunch or breaks. Also our outsourced security personnel will be scheduled in staggered shifts in order to oversee the facility and grounds prior to staff arrival and after the close of business hours to include closing the building after staff departure.

Safe Growing and Cultivation

MMM employees will comply with procedures as outlined in our operations manual which will include changing into appropriate safety garments prior to cultivating activities. Designated personnel will be assigned to conduct perimeter checks searching for physical security failures and inspecting the grounds for pests, wilting, and assessing nutrient/watering needs. Remaining personnel will be assigned to regular cultivation duties that will include cleaning floors/walls, checking supplies and equipment, and ensuring that the plants are in good condition and in compliance with our organic standards.

Maintaining of Cultivation Area Confidential Information

In order to maximize economies of scale and efficiency, our cultivation and dispensing activity will be housed in the same location. Therefore, we are confident that we have adequate and sound procedures to keep medicine and the plants in a secure environment. Access to cultivation area will be strictly controlled via biometric electronic locks and control systems. The CEO, or designee, must approve visitors prior to entrance. MMM employees are prohibited from disclosing proprietary operational information to anyone who is not officially employed by MMM. The organization will seek full remedy in the event of violation of HIPPA or this policy to the fullest extent of the law.

Maintaining Confidential Patient Information

MMM employees are required to adhere to the policies and procedures as outlined in the Employee Handbook. All personnel are responsible for responsible for their own actions to ensure they maintain confidential patient information as per the Rules established by DHHS. All employees from the CEO or Designee and all other members of the organization will be required to attend training classes on a regular basis as established by the organization. Patient Liaisons must attend these sessions prior to employment in the Dispensary.

Our technology systems will be designed to restrict access to patient records based on user access levels as assigned by the Director of Information Technology or designee. Employee passwords and access codes will be replaced on a schedule determined by management. These activities are to ensure a strict commitment and compliance with HIPPA standards and to mitigate any potential leak of patient information by employees.

Patient data will be entered into proprietary computer systems maintained in a secured member system. It is our intention to minimize paper record documents but we recognize that some medical material will be portable. These records will be maintained in a locked cabinet with access strictly limited to the CEO, Deputy Director, and/or designee. We will ensure that these portable records are not removed from our location. Electronic data will be maintained in HIPPA compliant systems protected using the latest security technology available and accessible strictly by designated personnel only. Internet systems will be overseen to ensure no patient information is accessible via the world wide web. The Dispensary Manager, Deputy Director, and CEO will determine access to all confidential material. Additionally, MMM will utilize the latest shredding, disabling, and destructive methods when disposing patient information. Computers will be properly disabled so as to prohibit tampering with internal systems.

When a perspective MMM patient enters the facility to inquire of our services, a Patient Liaison will review security handling procedures with them. If a patient requests a copy of their file, it shall be provided to them only by the submission of a written request using the approved MMM form.

❖ Criterion 2- Measure 6: State & Federal Background Checks

The application indicates consent to pay for state and federal background checks for all proposed and future registry card holders.

Maine Modern Medicines will be in compliance with state background check requirement. No employee will be hired until we receive background checks have been completed. MMM will pay for all state and federal background checks.

❖ **Criterion 2 - Measure 7: Educational Component**

The application reflects a strong patient education component.

Maine Modern Medicines (MMM) has a core mission of patient education, and MMM senior advisory board members, Ms. Randi White, and Dr. Dustin Sulak, have worked closely with MMM to assist the development of Patient Educational standards and materials for our patients.

Ms. White has held the positions of Director of Medical Education at Lahey Clinic, in Burlington, MA, as well as at Brigham and Women's Hospital for 6 years in Boston. She has also been the Director of Clinical Medical Education at Tufts University in Boston for 4 years, and consults to Major hospitals on Patient Education program development throughout New England.

Dr. Sulak began practicing healing arts in 1998 with my initiation into Reiki through the Tera-Mai™ lineage. He received Reiki Sensei training and began teaching in 2000. In 2003 he discovered an impressive energy medicine modality called BodyTalk™, which was created by Reiki teachers and combines the best aspects of many healing systems. Later that year he became a certified BodyTalk practitioner. In 2004 he completed a 400 hour hypnotherapy training program at the Hypnotherapy Academy of America in Santa Fe, New Mexico, whose comprehensive curriculum includes Neuro-Linguistic Programming™ (NLP), Transforming Therapy™, medical hypnosis, natal regression, and past life regression. I am certified by The American Counsel of Hypnotherapist Examiners as a Clinical Hypnotherapist.

Our patient education program has an emphasis on patient awareness and knowledge of alternate pain management techniques as well as a focus on helping patients use the minimum amount of Medical Cannabis product as possible, in order to address the symptoms and conditions that their physician-authorized recommendation calls for, while helping the patient understanding of MDPMT (Minimum Dosage Pain Management Therapy) theory and practice.

Our Patient Education program emphasizes the possible dangers of medical cannabis use in short and long-term the therapeutic applications, as well as documented patient data to assist the patient with selection and dosage of the various strains that are noted for specific qualities and benefits in treatment various authorized conditions.

MMM will carefully monitor and manage the patient therapeutic effect of medical cannabis use by asking the patient on each visit to document any manner that the specific conditions in their treatment plan have noted change, positively, neutrally or negatively, in order to assist the patient with selections of specific strains that may improve effects for their symptoms.

Patient Education Curriculum

The goal of the following patient education curriculum is to help medical marijuana patients attain the maximum benefit and minimum side effects from their medicine. Cannabis is a complex botanical homeostatic regulator with many therapeutic components, and unlike a pharmaceutical drug, a physician cannot make a simple recommendation of dosage and frequency. The best way to ensure each patient receives the optimal dosage, frequency, variety, delivery system, and therapeutic experience is to provide comprehensive yet easy to access medical marijuana education. An educated patient will be able to safely navigate the myriad options related to their medicine. It is well known that medical training generally omits any discussion of cannabinoid medicines, and most healthcare providers lack the knowledge to properly educate their patients in the following material. Maine Modern Medicines is therefore dedicated to providing high quality yet easy to access patient education that bridges the gap and ensures the safety and success of our patients. We are working with a number of doctors across the country who are experts in the field of medical marijuana research and education. These Physicians will work closely with Dustin Sulak, DO to continually expand our educational programs as new research in the field of Medical Marijuana becomes available.

The plant – basic overview of terms

One plant species provides herbal medicine (female flowers) in addition to seeds and fiber. This section provides a basic overview of plant terminology related to using medical marijuana and developing a healing relationship with the plant.

Variety of health conditions that respond to medical marijuana

An overview of the long list of health conditions that respond to medical marijuana makes one wonder, how is it possible for one herb to treat so many things? The answer lies in the endocannabinoid system.

Endocannabinoid system overview

The most prevalent membrane receptor system in the body and in the central nervous system. The role of the endocannabinoid system in all the various organs and tissue is to promote homeostasis (balance). The endocannabinoid system is a major component of the body's healing system, and when stimulated appropriately, can encourage health and healing in a wide variety of circumstances. Each individual has a unique internal cannabinoid environment and this is why different individuals respond better to a certain dosage, frequency, delivery system, strains, etc.

Effects of Marijuana of bodily systems

- Nervous system
- Eye
- Ear
- Mouth
- Respiratory system
- Cardiovascular system
- Digestive system
- Reproductive System
- Soft Tissues, bones
- Effects on cancer cells and tumors

Palliative Therapy vs. Curative Treatment

This section explores the difference between using cannabis for symptom management and using cannabis to cure disease. It includes a brief overview of the latest research on this topic.

Contraindications and cautions

While cannabis is an excellent and safe medicine for many people, this section details the characteristics that are most frequently associated with adverse reactions and how to use caution in these circumstances. It also covers the few scenarios when cannabis would be unsafe to use and is strictly contraindicated.

Biphasic response, prolonged vs. acute use

Medical marijuana research has identified several scenarios in which cannabis can both relieve and exacerbate symptoms depending on the dosage and frequency. This section can help patients avoid unwanted effects of the biphasic response.

Safety

Patients can be comfortable exploring a variety of cannabis therapies due to the herb's incredibly low toxicity and potential for overdose. We review the research around the safety profile and potential hazards of medical marijuana.

Driving and operating machinery

We review the research and crash statistics, and encourage patients to avoid these activities while experiencing the mental effects of marijuana. Unlike alcohol intoxication, marijuana enables the user to realize and compensate for the psychotropic effects.

How to maximize the benefit and minimize the harm of medical marijuana

Appropriate dosage

This important topic includes a discussion of cannabinoid sensitivity, tolerance, withdrawal, and how to get the best effect from the least amount of cannabis.

Delivery Systems

- Smoking (including joints vs. pipes vs. water filtration)
- Vaporizing
- Eating
- Tincture
- Topical

Choosing the appropriate strain

During the initial patient consultation we will discuss what specific ailment and/or symptoms the patient suffers from. Our Patient Liaisons will be well versed in the strains offered by the dispensary. They will direct the patient to the most effective strain available for their symptoms.

For example: The medical marijuana strain “Trainwreck” has been known to help with general pain and migraines.

Therapies that potentiate the benefits of cannabis

- Movement therapies (yoga, chi kung, dance, physical therapy, etc.)
- Meditation, self-hypnosis
- Psychotherapy
- Manual medicine, energy medicine

Special Considerations

- **Cancer**

Marijuana can be used to treat the symptoms of cancer, the symptoms of cancer treatment, and can also be used as an anti-cancer adjunct to conventional treatment. This section explores the difference between these three uses.

- **Hepatitis C**

While marijuana is well known to provide relief from the symptoms of hepatitis C, it has also been shown to increase liver fibrosis in heavy users. This section provides caution and advice to hepatitis C patients.

Patient Education Materials

The above information will be provided in several formats, readily accessible to patients, including live and on demand video, handbooks, pamphlets, and live classes that take advantage of the therapeutic process of sharing experiences, asking questions, etc.

Maine Modern Medicines has developed in coordination with Patient Social Networks Corporation, the only HIPPA Compliant Patient Centric Healthcare Relationship Management Social Networking platform in existence. This social networking platform will provide a forum for the collaboration of patients, medical professionals, and horticulturalists to maximize the integration of the quickly growing body of knowledge related to medical cannabis. In addition, it will allow patients to interact in real time with others who are suffering from the same condition. Users are able to post videos, photos, create their own patient BLOG, and numerous other methods to track the treatment of their condition, and improve their overall health.

Patient Counseling

Patients will have access to a list of a variety of medical and mental health specialists in the area for counseling of their choice.

Seminar & Workshops

Maine Modern Medicines will have an onsite training center where we will conduct seminars and workshops on:

- Cooking with medical cannabis
- Proper medical cannabis growing techniques
- How to choose the right form of ingesting medical cannabis
- Seminars to doctors, patients, caregivers, hospices to broaden awareness of the benefits of medical cannabis, answer questions, and provide information on the Maine Medical Marijuana Act.

“Stop-use” Strategy

If a patient finds that they are addicted to medical marijuana, we will refer them to qualified drug counselors in the area for an appropriate “stop-use” strategies.



Exhibits



Exhibit A

Employee Handbook



EMPLOYEE HANDBOOK

Welcome Statement

Congratulations and thank you for accepting Maine Modern Medicines offer of employment. You and Maine Modern Medicines have made an important decision: Maine Modern Medicines has decided you have the opportunity to contribute to our success, and you have decided that Maine Modern Medicines is the organization where you can pursue a challenging and rewarding career.

We are glad to have you as a member of the Maine Modern Medicines team. We hope that your employment proves mutually satisfying and that you will make an important contribution to our future. The minute you start working here, you become an integral part of Maine Modern Medicines. Every position in our company is important and you will play a key role in the continued growth of Maine Modern Medicines.

Our management team intends to provide you with all of the support and the resources you will need to perform your job effectively. If at any time you need assistance or guidance or you have questions concerning this handbook, your employment or benefits, please do not hesitate to ask any of the members of our management team or human resources.

Once again, welcome to Maine Modern Medicines, we are glad to have you with us!

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Note: This table of contents is not accurate due to the merging of the handbook into the application.

Purpose of the Handbook

This handbook was developed to acquaint you with the policies, programs and benefits available to Maine Modern Medicines employees. We expect each employee to read this handbook carefully as it is a valuable reference for understanding your job at Maine Modern Medicines.

This Employee Handbook supersedes all previously issued Employee Handbooks. Except for the policy of employment at-will permitting you or Maine Modern Medicines to end the relationship at any time with or without cause or notice, Maine Modern Medicines reserves the right to rescind, revise, delete and add to the provisions or policies described in this Employee Handbook. All such revisions, deletions, or additions must be in writing and must be signed by the President of Maine Modern Medicines. No oral statements or representations can change the provisions of this Employee Handbook. Employees will be notified of such changes to the handbook as they occur.

None of the policies in the handbook constitutes, or is intended to constitute, an express or implied contract guaranteeing continued employment. No manager has the authority to enter into a contract of employment that changes or alters the at-will employment status. Only the CEO has the authority to enter into an employment agreement that alters the at-will employment relationship and such agreements must be in writing.

Maine Modern Medicines reserves the right to the final interpretations of all policies set forth in the employee handbook.

Employment At Will

Employment with Maine Modern Medicines is voluntarily entered into, and the employee is free to resign at will at any time with or without cause or notice. Similarly, Maine Modern Medicines may terminate the employment relationship at will at any time with or without cause or notice, so long as there is no violation of applicable federal or state law. Policies set forth in this handbook are not intended to create a contract, nor are they to be construed to constitute contractual obligations of any kind or a contract of employment between Maine Modern Medicines and any of its employees.

The policies of the handbook have been developed at the discretion of management and, with the exception of employment at will, these policies and terms and conditions of employment with Maine Modern Medicines may be modified at the sole discretion of Maine Modern Medicines with or without cause or notice at any time. No implied contract concerning any employment-related decision or term or condition of employment can be established by any other statement, conduct, policy, or practice. Terms and conditions include, but are not limited to, promotion, demotion, hiring, compensation, benefits, discipline, layoff, job duties, schedules or any other terms and conditions that Maine Modern Medicines may determine to be necessary for the safe, efficient and economic operation of its business.

Anti Discrimination & Harassment

Americans with Disabilities Act

The Americans with Disabilities Act (ADA) requires employers to reasonably accommodate qualified individuals with disabilities. It is the policy of Maine Modern Medicines to comply with all federal and state laws concerning employment of persons with disabilities.

It is the policy of Maine Modern Medicines not to discriminate against qualified individuals with disabilities in regard to application procedures, hiring, advancement, discharge, compensation, training and other terms and conditions of employment.

Maine Modern Medicines is committed to complying with the Americans with Disabilities Act of 1990 and its related Section 504 of the Rehabilitation Act of 1973. Maine Modern Medicines recognizes that some individuals with disabilities may require accommodations at work. Maine Modern Medicines will attempt to reasonably accommodate qualified individuals with a temporary or long-term disability so that they can perform the essential functions of the job, unless doing so would create an undue hardship on Maine Modern Medicines.

If you are currently disabled or become disabled during your employment and are in need of a reasonable accommodation, you should contact your manager or human resources to discuss reasonable accommodations that may enable you to perform the essential functions of your job.

Equal Employment Opportunity

Maine Modern Medicines is an equal opportunity employer and strives to comply with all applicable laws prohibiting discrimination based on race, color, sex, age, religion, national origin or ancestry, physical or mental disability, marital status, veteran status, and any other basis protected by federal and state laws. This applies to all terms and conditions of employment, including, but not limited to, hiring, placement, promotion, termination, layoff, transfer, leaves of absence, compensation and training.

Maine Modern Medicines expressly prohibits all such unlawful discrimination and all persons involved in the operations of Maine Modern Medicines are prohibited from engaging in any type of discriminatory conduct.

If you have questions or concerns about discrimination in the workplace, you are encouraged to bring your concerns to the attention of your immediate supervisor, the Director of Human Resources or the President of Maine Modern Medicines, regardless of whether you or someone else is the subject of the discrimination.

Once you have expressed your concerns, Maine Modern Medicines will conduct an investigation. Maine Modern Medicines prohibits any and all retaliation for submitting a report of unlawful discrimination and for cooperating in any investigation. Any manager or employee who retaliates against the person making the complaint will be disciplined, up to and including termination from employment. In addition, if the investigation determines that prohibited discrimination occurred, Maine Modern Medicines will take disciplinary action up to and including termination of employment. You will be informed about the actions Maine Modern Medicines takes to resolve the complaint.

Harassment Policy

Maine Modern Medicines prohibits unlawful harassment and harassment because of sex, race, color, religion, national origin, ancestry, physical or mental disability, veteran status, age or any other basis protected by federal and state law. Any such harassment will not be tolerated at Maine Modern Medicines. This policy applies to all employees, vendors, clients and other persons with whom Maine Modern Medicines employees have contact with in the course of conducting business.

Sexual Harassment

Sexual harassment is against company policy. Maine Modern Medicines is committed to providing a work environment free of inappropriate and disrespectful behavior, communications and other conduct directed at an individual because of his or her sex, including conduct that may be defined as sexual harassment.

Applicable federal and state law defines sexual harassment as unwanted sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature when: (1) submission of the conduct is made a term or condition of employment; or (2) submission to or rejection of the conduct is used as basis for employment decisions affecting the individual; or (3) the conduct has the purpose or effect of unreasonably interfering with the employees work performance or creating an intimidating, hostile, or offensive working environment. The following are examples of prohibited conduct; they include but are not limited to:

Unwanted sexual advances;

Offering employment benefits in exchange for sexual favors

Making or threatening reprisals after a negative response to sexual advances;

Visual conduct such as leering, making sexual gestures, or displaying sexually suggestive objects, pictures, cartoons, or posters;

Verbal conduct such as making or using derogatory comments, epithets, slurs, sexually explicit jokes, or comments about any employee's body or dress;

Verbal sexual advances or propositions

Verbal abuse of a sexual nature, graphic verbal commentary about an individual's body, sexually degrading words to describe an individual, or suggestive or obscene letters, notes, or invitations;

Physical conduct such as touching, assault, or impeding or blocking movements; and

Retaliation for reporting harassment or threatening to report harassment.

Sexual harassment on the job is unlawful whether it involves coworker harassment, harassment by a Manager, or harassment by persons doing business with or for Maine Modern Medicines.

Other Types of Harassment

Prohibited harassment on the basis of race, color, religion, national origin, ancestry, physical or mental disability, veteran status, age, or any other protected basis, includes behavior similar to sexual harassment, such as:

Verbal conduct such as threats, epithets, derogatory comments, or slurs;

Visual conduct such as derogatory posters, photographs, cartoons, drawings, or gestures;

Physical conduct such as assault, unwanted touching, or blocking normal movement; and

Retaliation for reporting harassment or threatening to report harassment.

Retaliation

It is against company policy and unlawful to retaliate in any way against anyone who has lodged a harassment complaint, has expressed a concern about harassment, including sexual harassment, or has cooperated in a harassment investigation. Therefore, the initiation of a complaint, in good faith, shall not under any circumstances be grounds for discipline. However, individuals who make complaints that are demonstrated to be intentionally false may be subject to disciplinary action, up to and including termination.

Enforcement

All managers and supervisors are responsible for:

Implementing the Maine Modern Medicines policy on Harassment, which includes, but is not limited to, sexual harassment and retaliation

Ensuring that all employees they supervise have knowledge of and understand the policy

Taking and/or assisting in prompt and appropriate corrective action when necessary to ensure compliance with the policy; and

Conducting themselves in a manner consistent with the policy.

Complaint Procedure

Maine Modern Medicines complaint procedure provides for an immediate, thorough, and objective investigation of any claim of unlawful or prohibited harassment, appropriate disciplinary action against one found to have engaged in prohibited harassment, and appropriate remedies for any victim of harassment. A claim of harassment may exist even if the employee has not lost a job or some economic benefit.

Anyone who has been subjected to the conduct prohibited under this Policy, or who has knowledge of such conduct, should report this information to his or her manager or any other manager with Maine Modern Medicines or to the Director of Human Resources or the President as soon as possible.

However, employees are not required to report any prohibited conduct to a superior who may be hostile, who has engaged in such conduct, who is a close associate of the person who has engaged in the conduct in question, or with whom the associate is uncomfortable discussing such matters. Complaints regarding harassment or retaliation may be oral or in writing. Individuals, who make complaints that are demonstrated to be intentionally false, may be subject to discipline, up to and including termination.

All incidents of prohibited harassment that are reported will be investigated promptly. The investigation will be completed and a determination regarding the reported harassment will be made and communicated to the employee who complained and to the accused harasser. During the investigation, confidentiality will be preserved to the fullest extent possible without compromising the company's ability to conduct a good faith and thorough investigation.

If Maine Modern Medicines determines that prohibited harassment has occurred; Maine Modern Medicines will take effective remedial action commensurate with the circumstances. Appropriate action will also be taken to deter any future harassment. If a complaint of prohibited harassment is substantiated, appropriate disciplinary action, up to and including discharge, will be taken.

Maine Modern Medicines recognizes that actions that were not intended to be offensive may be taken as such. An employee who believes that he or she has been subjected to sexual harassment by anyone is encouraged, but not required to promptly tell the person that the conduct is unwelcome and ask the person to stop the conduct. A person who receives such a request must immediately comply with it and must not retaliate against the employee for rejecting the conduct. The company encourages, but does not require, individuals to take this step before utilizing the above Complaint Procedure.

General Employment

Hiring Paperwork

11. All employees are hired on a 3-month probationary period and must pass all required security and drug testing prior to the start of any position at MMM.
12. All employees will be required to complete an employment application, receive an interview by upper management, and verification positive references prior to hiring,
13. Your supervisor will provide specific, clear, and concise job descriptions.
14. Employees are required to have background and drug testing prior to hiring,
15. Employees are required, by law, to complete an I-9 and W-4 form and provide all required proofs of identification and citizenship
16. Employees will be required to have dispensary registry identification card as per the Rules of DHHS.
17. Employees CAN NOT begin work until all paperwork is completed and forwarded to the HR/Payroll department and DHHS.
18. It is strongly recommended that employees use direct deposit for their payroll: Direct deposit forms are provided by your supervisor
19. Support Staff will forward completed forms and other required paperwork to HR/Payroll department.
20. All employees must commit to attending an orientation session before they can start their first shift.

Employment Classifications

Employees at Maine Modern Medicines are classified as either non-exempt or exempt from federal and state wage and hour laws.

Exempt

Exempt employees are those whose job assignments meet the federal and state requirements for overtime exemption. Exempt employees are compensated on a salary basis and are not eligible for overtime pay.

Non-Exempt

Non-exempt employees are entitled to overtime pay under the specific provisions of federal and state wage and hour laws. Non-exempt employees are paid on an hourly basis.

In addition to the above categories, employees will belong to one other employment category:

Regular Full-Time Employees

Regular Full-Time employees are those who are classified as exempt or non-exempt and are scheduled to work Maine Modern Medicines' full-time schedule of 40 hours per week and have completed the introductory period. Full-time employees are eligible for Maine Modern Medicines' benefits subject to the terms, conditions, and limitations of each benefit program.

Part-Time Employees

Part-Time employees are those who are classified as exempt or non-exempt and are scheduled to work less than 40 hours per week. Part-time employees may be assigned a work schedule in advance or may work on an as-needed basis. Part-time employees are not eligible for all Maine Modern Medicines benefits, but may be eligible for certain benefits subject to the terms, conditions, and limitations of each benefit program.

Temporary Employees

Temporary employees are those who are employed for short-term assignments. Short-term assignments will generally be periods of 6 months or less. Temporary employees are not eligible for Maine Modern Medicines benefits, except as required by applicable law and may be classified as exempt or non-exempt on the basis of job duties and compensation.

Employee Records

Maine Modern Medicines maintains a personnel file on each employee and the information in your file is extremely important. Keeping your personnel file up-to-date can be important to you with regard to pay, deductions, benefits and other employment matters. Please report any change of address, phone numbers etc. to Human Resources. You may be dismissed for misrepresenting any fact on your application or in your personnel files.

Personnel files are the property of Maine Modern Medicines and access to the information they contain is confidential and restricted. Only authorized managers and management personnel will have access to your personnel file. However, Maine Modern Medicines will provide access to your personnel file to law enforcement officials, local, state, or federal agencies and you in accordance with applicable law.

Maine Modern Medicines has established a policy of providing employees' access to their personnel records in accordance with state law. You may review your record in the human resources department during business hours after making a reasonable request to do so.

Employees will not have access to information in their personnel files regarding any investigation or letters of reference

You may add a written statement to your file explaining any disputed item(s). No employee may alter or remove any document from his or her personnel file.

Employment of Relatives

To ensure objectivity in the workplace, it is Maine Modern Medicines policy not to employ a relative in a position where he/she can influence the terms or conditions of employment of another relative. In addition, neither relative should be employed in sensitive positions such as Payroll, Human Resources or Security. Maine Modern Medicines may restrict the employment of relatives in order to: a) provide equal opportunities for all employees b) prevent conflicts of interest and c) preserve confidentiality.

This policy must also be considered when assigning, transferring or promoting an employee. For the purpose of this policy, immediate family includes, but is not limited to: spouse, parent, child, sibling, in-law, aunt, uncle, niece, grandparent, grandchild, cousin, spouse equivalent and domestic partner.

Immediate family may not be hired if it would:

Create a supervisor/subordinate relationship with a family member

Have the potential for creating an adverse impact on work performance

Create either an actual conflict of interest or the appearance of a conflict of interest.

When a situation occurs which results in a violation of this policy, Human Resources and Maine Modern Medicines management will evaluate the situation to determine what action, if any, will be taken. Maine Modern Medicines will attempt to identify other available positions, and the employees will have 30 days to decide which individual will remain in his/her current position. If no alternate position is available, the employees will have 30 days to decide which employee will remain with Maine Modern Medicines. If this decision is not made in the time allowed, Maine Modern Medicines will make the decision.

Employee Referrals

Maine Modern Medicines is always looking for qualified employees and appreciates recommendations made by existing employees. Generally, industry studies have shown that individuals hired through employee referrals tend to have longer tenure with the company. To encourage employees to refer qualified candidates for employment, Maine Modern Medicines has established an employee referral policy.

The Maine Modern Medicines employee referral policy is designed to enhance the cost-effectiveness of recruiting and to reward Maine Modern Medicines employees for helping Human Resources recruit talented individuals to fill key positions within the company. We encourage employees to recommend individuals for possible employment with Maine Modern Medicines. If you recommend someone who is hired on a full-time basis and who is still employed with the company after 90 days, you will be eligible to be paid a recruiting bonus. This bonus will be based on existing market conditions at the time of the employee referral.

Introductory Period

Every new employee goes through an initial period of adjustment in order to learn about the company and about his/her job. During this time the employee will have an opportunity to find out if he/she is suited to, and likes, his/her new position. The initial employment period also gives the employee's supervisor the opportunity to evaluate the employee's performance.

Maine Modern Medicines refers to this initial period as the "Introductory Period" and uses this time to evaluate employee capabilities, work habits, and overall performance. Completion of the introductory period does not guarantee continued employment. Either the employee or Maine Modern Medicines may end the employment relationship at will at any time during or after the introductory period, with or without cause or advance notice.

All new and rehired employees work on an introductory basis for the first 90 calendar days after their date of hire. Any significant absence will automatically extend an introductory period by the length of absence. If Maine Modern Medicines determines that the designated introductory period does not allow sufficient time to thoroughly evaluate the employee's performance, the introductory period may be extended for a specified period of time.

Upon satisfactory completion of the introductory period, the employee and his/her supervisor may discuss his/her performance. Provided his/her job performance is satisfactory, he/she will continue employment as an at-will employee. During the introductory period, new employees are eligible for those benefits that are required by law, such as workers' compensation insurance and social security. After the introductory period, they may be eligible for other Maine Modern Medicines -provided benefits, subject to the terms and conditions of each benefit program.

Job Postings and Transfers

Maine Modern Medicines encourages employees to assume higher-level positions or lateral transfers for which they qualify. Maine Modern Medicines has a job-posting program to inform employees of available positions within the company. Maine Modern Medicines will fill job vacancies whenever possible by internally promoting qualified employees.

While it is Maine Modern Medicines philosophy to promote from within whenever possible, there are business conditions that may require a decision to bypass internal job posting, or to post the position while simultaneously recruiting from outside the company, those business conditions include, but are not limited to:

Organizational Restructuring

Position Requirements that include skills, education, and/or experience that are not known to match any existing employee

Critical Operational Needs

In addition to these business conditions, managers may request an exception when they have candidates within the same department or division who are qualified and are already trained for the position. The decision to fill the position without posting requires the approval of the President.

To be eligible to apply for a posted position, an employee must:

Have completed any mandatory introductory period at a satisfactory performance level

Meet the minimum requirements for the position, and not have received written warning(s) or been on probation or suspension within the past 90 days

Possess the required skills, competencies and qualifications for the position

Qualified and eligible employees who wish to apply for a posted position should:

Obtain and complete a Job Interest Form

Obtain the signature of their immediate supervisor. This will acknowledge the supervisor's awareness that the employee is submitting his/her name as a candidate

Forward the Job Interest Form to Human Resources by the closing date specified on the job posting.

Human Resources will review the internal applications. The hiring supervisor or manager will further review the qualifications of those employees, whose applications make it through the initial review process. Internal applications will be reviewed along with, and in the same manner as external applicants.

Selection decisions will be conducted in accordance with employee recruitment, selection and placement policies of Maine Modern Medicines. All candidates interviewed will be notified of the final selection decision.

Background Checks

As part of the process of weighing an applicant's qualifications and determining his or her suitability for open positions, Maine Modern Medicines, requires background checks for all finalists for a position. ADP Screening and Selection Services, a consumer reporting agency, conducts these background checks.

All applicants for employment with Maine Modern Medicines are asked to sign a release form authorizing the appropriate background checks. Any applicant who refuses to sign a release form will not be eligible for employment. Applicants also are expected to provide references from their former employers as well as educational reference information that can be used to verify academic accomplishments and records.

Employment screening assessments to determine an applicant's job fit may be required of all applicants for employment with Maine Modern Medicines. Skills tests related to the demands of the job may also be required.

Background checks will include verification of information provided on the completed application for employment, the applicant's resume or on other forms used in the hiring process. Information to be verified includes, but is not limited to, social security number and previous addresses. Maine Modern Medicines will also conduct a reference check and verification of the applicant's education and employment background as stated on the employment application or other documents listed above.

The background check may also include a criminal record check. If a conviction is discovered, a determination will be made whether the conviction is related to the position for which the individual is

applying or would present safety or security risks before an employment decision is made. Consideration will be given to how much time has passed since the conviction.

Additional checks such as a driving record or credit report may be made on applicants for particular job categories if appropriate and job related.

If an applicant is denied employment wholly or partly because of information obtained in an employment check conducted by the company's consumer reporting agency, the applicant will be informed of this and given the name, address and phone number of the vendor to contact if he or she has specific questions about the result of the check or wants to dispute its accuracy.

Any applicant who provides misleading, erroneous or willfully deceptive information to Maine Modern Medicines on an employment form or resume or in a selection interview is immediately eliminated from further consideration for employment with Maine Modern Medicines.

Employment Reference Checks

All inquiries regarding a current or former Maine Modern Medicines employee must be referred to the Human Resources Department.

In response to an outside request for information regarding a current or former Maine Modern Medicines employee, the Human Resources Department will furnish or verify only an employee's name, dates of employment, job title and department. No employment data regarding any current or former Maine Modern Medicines employee will be provided without a written authorization and release signed by the individual who is the subject of the inquiry.

Termination, Resignation and Discharge

Termination of employment is an inevitable part of personnel activity within any organization. Listed below are some of the most common circumstances under which employment may be terminated:

Voluntary Terminations

The employee initiates voluntary terminations. If you decide to leave your employment with Maine Modern Medicines, we ask that you give us at least two weeks written notice. This will give Maine Modern Medicines the opportunity to make the necessary adjustments in our operations. You are required to return all property owned by Maine Modern Medicines prior to your departure

Involuntary Terminations

Involuntary terminations are initiated by Maine Modern Medicines. While the decision to commence employment is consensual, the same is not always true when the time comes to end the employment relationship. As an at-will employer, Maine Modern Medicines reserves the right to end the employment relationship at any time, with or without cause or notice. In the event your employment is terminated, you are required to return all property owned by Maine Modern Medicines prior to your departure. Your final wages including accrued but unused vacation time will be paid to you at the time of termination.

Reductions in Force

Reductions in force are involuntary terminated by Maine Modern Medicines for non-disciplinary reasons. While Maine Modern Medicines hopes to continue growing and providing employment opportunities, business conditions, client demand, and other factors are unpredictable. Changes or downturns in any of these or other areas could create a need to restructure or reduce the number of people employed. In light of these uncertainties, please be advised that it may become necessary to conduct layoffs at some point in the future. Your final wages including accrued but unused vacation time will be paid to you at the time of termination.

Retirement

Retirement is a voluntary employment termination initiated by the employee meeting age, length of service and other criteria for retirement from Maine Modern Medicines.

Exit Interviews

Before leaving, you may be asked to participate in a voluntary exit interview. This will provide closure to your employment with Maine Modern Medicines and will allow Maine Modern Medicines to ensure that it has resolved various administrative matters, answered any questions about continuation of benefits, and listened to any of your comments or ideas about improving Maine Modern Medicines operations.

References

All reference requests will be referred to the Human Resources Department. No other Manager or Employee is authorized or permitted to release references for a current or former Employee.

TRAINING & EDUCATION

All employees from the Executive Director and all other members of the organization will be required to attend training classes on a regular basis as established by the organization. Patient Liaisons must attend these sessions prior to employment in the Dispensary.

Training & Education will include, but not be limited to:

- Maine State laws governing medical cannabis
- Medical cannabis industry and changes
- Policies, procedures, and rules of the Company and DHHS
- Safety, patient care, and Red Cross training

Compensation & Work Schedule

Attendance & Punctuality

To maintain a productive work environment, it is important that employees attend work as scheduled. Employees who are absent from their positions and/or tardy put additional burdens on their co-workers and Maine Modern Medicines. As such, all employees are expected to work on all scheduled work days and times and to report to work on time. If you cannot avoid being late to work or are unable to work as scheduled, you must call your Manager as soon as possible, preferably before your scheduled start time, and no later than 15 minutes after the start of the workday. This policy applies to every day you are absent or late.

Employees who are absent or late will be expected to provide their Manager with an honest reason or explanation, and inform their Manager of the expected length of any absence. Maine Modern Medicines will comply with all applicable laws relating to time off from work, but you are expected to provide Maine Modern Medicines with the appropriate information to be able to make that determination. You must notify your Manager of any change in your status as soon as possible.

Maine Modern Medicines considers 3 absences in a month and/or 3 instances of tardiness in a month unacceptable attendance. Unacceptable attendance may lead to disciplinary action, up to and including termination of employment. Other continuing patterns of attendance issues such as absences, leaving early or tardiness, regardless of the number of days, may also be considered unacceptable and may warrant disciplinary action.

If you are absent from work for 3 consecutive day(s) without notifying your Manager, you will be considered to have abandoned your job and voluntarily terminated your employment with Maine Modern Medicines.

Failure to show up for work along with failure to notify one's supervisor or manager of one's absence prior to one half (1/2) of a shift's completion will result in an absence being classified as a "No Call/No Show." Two (2) such absences within a rolling six (6) month period will be considered a voluntary resignation on the part of the employee. A rolling six (6) month period is defined as the six (6) month period that immediately precedes the current date. Any "No Call/No Show" is a serious violation of company attendance guidelines and will result in disciplinary action, up to and including termination.

Maine Modern Medicines may grant reasonable accommodation any individuals with disabilities in complying with these policies as long as undue hardship does not result to Maine Modern Medicines. However, regular attendance and promptness are considered essential job functions for all employees.

Substitution

If unable to work your scheduled shift, even when you are sick or have an emergency, it is your responsibility to notify your supervisor. Your supervisor may ask you to find a trained replacement from the list of fellow workers and to ensure the replacement reports for work at the appropriate time with a clear understanding of responsibilities. If any extended scheduling conflicts exist, you should notify the supervisor immediately, so adjustments can be made. The following procedures are for occasional substitutions.

- Employees are responsible for securing their own substitutions at least 24 hours in advance of their scheduled shift.
- You should secure a sub as soon as you become aware of a conflict.
- If you wait until last minute and are unable to secure a sub, YOU are responsible for working your shift.
- Use the phone lists provided by your supervisor to find a substitute
- A Request for Replacement Form is provided in this manual further copies are available from your supervisor if/when needed.
- Documentation will be kept on file by your supervisor in order to validate time card entries.
- It is your responsibility to make sure the individual taking your place is familiar with the position being filled.
- If you are faced with an emergency and are unable to find a substitute, you must notify your immediate supervisor. If you are unable to notify your supervisor, attempt to notify one of the other supervisors in the work area, and then notify your co-workers directly.
- If you are unable to attend work because of illness or family emergency, you must find a substitute to take your shift.
- Only after exhausting all possible options of finding a sub, supervisors should be notified that no sub was found.
- Remember, you are responsible for your shift. Failure to show up for work or find an appropriate substitute may result in dismissal.

Bonus Compensation

While Maine Modern Medicines does not guarantee bonus compensation, employees may become eligible for a periodic bonus. This bonus depends on the profitability of the company and the contributions and performance of individual employees. Any bonuses will be given at the discretion of management.

Work Area Conditions

Certain regulations will apply to all student employees while on the job. These regulations include, but are not limited to the following:

- Keep work area(s) neat, clean, and tidy during shift.
- No smoking
- No eating. If working a double shift, you will be excused between shifts to eat away from the work area.
- No personal stereos or DVD players.

- No entertaining friends; limit socializing during shifts.
- No personal use of the computers, copiers, or fax machines.
- Use of any alcohol, illegal drugs or stimulants before or during your shift is prohibited.
- Use of any tobacco product during your shift is prohibited
- Office phones are to be used for business purposes only
- Occasional 3-minute personal cell phone calls are allowed as long as they do not interfere with responsibilities

Meal and Rest Breaks

Maine Modern Medicines will comply with all applicable state laws concerning meal and rest breaks.

Each workday hourly employees are entitled to/required to take 2 – 10 minute paid rest break(s) daily. These breaks should be scheduled and taken evenly spaced throughout the workday.

Employees are also entitled to/required to take a 30 minute unpaid meal break daily, within 5 hours of starting the day if your workday is 6 hours long or more. Because meal periods are unpaid time, employees are to be completely relieved of all duties during that time.

All meal and rest breaks should be scheduled with your Manager so as not to disrupt the workday.

Child Support Reporting Requirements

Maine Modern Medicines is required by federal and state laws to report basic information about newly hired employees, including name, address, and social security number to a designated state agency, in an effort to enforce child support orders. If the state determines that you owe child support, it will send Maine Modern Medicines an order requiring us to withhold money from your paycheck to pay your child support obligations. Maine Modern Medicines is required to comply with such orders as a matter of federal and state law. Whenever court-ordered deductions are to be taken from your paycheck, you will be notified. According to the Federal Wage Garnishment Act, Maine Modern Medicines may also deduct any applicable processing fees from your wages to offset administrative costs.

General Pay Information

Maine Modern Medicines is required by federal and state laws to make deductions from each paycheck. Deductions such as federal, state and local income taxes and Social Security contributions and any other deductions required by law will be itemized on your check stub. The amount of the deductions will depend on your earnings and on the number of dependents and/or exemptions you claimed on your W-4 form.

In addition to the required deductions, eligible employee's can voluntarily authorize deductions from their paychecks to cover the costs of participation in the Company's benefits program. The employee's portion of the cost will be deducted from their paycheck each pay period. If an employee does not receive a paycheck due to illness, injury or leave of absence, they will be required to pay their portion of the cost of elected benefits directly to the company.

Outside Employment

Employees may hold outside jobs as long as they meet the performance standards of their current position with Maine Modern Medicines and as long as the outside work does not conflict or compete in any way with the business or services of Maine Modern Medicines. Employees are required to obtain approval from Maine Modern Medicines prior to accepting outside employment. Outside work activities are not allowed when they:

Prevent the employee from fully performing work for which he or she is employed at Maine Modern Medicines, including overtime assignments.

Involve organizations that are doing or seek to do business with Maine Modern Medicines, including vendors or customers.

Violate provisions of law or Maine Modern Medicines policies

If Maine Modern Medicines determines that an employee's outside work interferes with his/her performance or the ability to meet business requirements of Maine Modern Medicines, the employee may be asked to terminate his or her outside employment.

Overtime

Occasionally to meet company needs, employees may be required to work overtime. Employees that are asked to work overtime are expected to do so. The employee's Manager must approve all overtime in advance. Employees working overtime without prior approval may be subject to disciplinary action up to and including termination.

Non-exempt employees are required to submit a record of their hours worked for each pay period, for the purpose of calculating compensation. The employee's manager must approve all time records.

All non-exempt employees are entitled to be paid time and one half for all time worked in excess of 8 hours per day and 40 hours during a scheduled workweek and the first 8 hours on the seventh consecutive day of a workweek.

Overtime compensation at two times an employee's regular rate of pay is paid for any work in excess of 12 hours in one day and for any work in excess of 8 hours on the seventh consecutive day of a workweek.

Exempt employees are not eligible for overtime pay.

Pay Schedule

All employees will be paid every two weeks on Friday. In the event that a regularly scheduled payday falls on a day that Maine Modern Medicines is closed, such as a holiday, employees will receive pay on the last day of work before the scheduled payday. Employees who are on vacation on a scheduled payday may pick up their check when they return to the office. If you believe there is an error on your paycheck, please report it immediately to your Manager.

Employees may elect to have pay deposited directly into their account(s) by providing written authorization to Maine Modern Medicines. Employees who elect direct deposit will receive an itemized statement of the wages deposited.

For the purpose of payroll the workweek is defined as starting on Monday at 12:00 am and ending on Sunday at 11:59 p.m.

Performance Evaluations

At Maine Modern Medicines supervisors and employees are encouraged to discuss job performance, expectations and goals on an informal, day-to-day basis. New employees will receive a formal performance evaluation at the completion of their initial 90-day period also known as the introductory period. After the introductory period formal performance evaluations will be scheduled with each employee every 12 months, generally to coincide with the anniversary of the employee's original date of hire.

The main focus of performance evaluations are to identify each employee's strengths and weaknesses and serves to make the employee aware of how their Manager views their job performance and goal accomplishment. During performance evaluations, employees and their supervisors are encouraged to discuss future goals and additional areas of interests.

All performance evaluations and responses will become part of the employee's personnel file.

Performance Reviews and Salary Increases

Recruiting and retaining talented employees is critical to our success, so Maine Modern Medicines is committed to paying its employees equitable wages that reflect the requirements and responsibilities of their positions and are comparable to the pay received by similarly situated employees in other companies in the area.

The salary administration program at Maine Modern Medicines was created to comply with federal and state laws, achieve consistent pay practices, reflect our commitment to Equal Employment Opportunity, and offer competitive salaries within our labor market.

Maine Modern Medicines periodically reviews its salary administration program and restructures it as necessary. Merit based pay adjustments may be awarded in conjunction with superior employee performance documented by the performance evaluation process.

Employees should direct their pay-related questions or concerns to the attention of their Manager. The HR department is also available to answer specific salary related questions.

Timekeeping Rules for Non-Exempt Employees

Maine Modern Medicines strives to ensure that employees are paid in compliance with the Fair Labor Standards Act (FLSA). The FLSA is a federal law that protects employees from unfair pay practices and guarantees payment of minimum wage and applicable overtime to non-exempt employees.

The following rules are designed to ensure that Maine Modern Medicines is in compliance with FLSA and that employees are being paid fairly and legally:

Each employee must keep an accurate record of all work hours by using the system (example, time clock, or handwritten time card) designated by Maine Modern Medicines

Each employee must review the accuracy of their time records before submitting them to their Manager for approval. If changes are needed, please make them before submitting your time records to your Manager. By signing and submitting your time records to your Manager you are certifying that all hours worked are accurately documented.

Employees are responsible for their own time records. Do not allow another employee to sign in or out for you, and do not sign in or out for another employee.

Do not tamper with timekeeping equipment.

Employees should enter the exact time work began and ended each day, and record all breaks during which time they are completely relieved of work duties, including meal breaks.

Employees must have their Managers approval before working any time over and above their regularly scheduled hours. This includes any time worked before, or after regular hours and any time worked during unpaid breaks. All hours worked beyond regularly scheduled hours must be accurately recorded on your time record.

Employees should accurately record any time spent at mandatory, job-related meetings or training on their time record for the appropriate pay period.

Employees may not carry over hours of work from one day to the next, or from one week to the next.

Hand in their time record in when at the required time

The above rules apply to non-exempt (hourly) employees only. Failure to follow these rules may subject you to disciplinary action up to and including termination of employment.

Wage Determination

It is Maine Modern Medicines desire to pay wages and salaries that are competitive with other employers in the marketplace in a way that will be motivational, fair and equitable, variable with individual and company performance and in compliance with all applicable statutory requirements.

Wage and hour policies apply equally to all employees, regardless of organizational level, sex, religion, national origin, age or race.

Basis for Determining Pay

The pay for each position is influenced by three factors:

1. The nature and scope of the job - Special experiences, educational background, and certifications will be taken into account as the nature and scope of the job is evaluated.
2. External Comparability - Jobs are compared with external market data. Each job is assigned a range of pay, including a minimum and a maximum. Periodically Maine Modern Medicines will examine the market conditions to ensure ongoing comparability. Changes in pay ranges will be made as needed and as the company can afford to maintain market comparability.
3. Individual Performance - An individual's pay within this range will depend on his sustained performance over time. Each year every employee will have a performance review with his manager or supervisor. During that review, significant performance events that occurred throughout the year will be discussed.

The overall performance rating will influence any wage/salary adjustments. Through individual performance and by increasing job responsibilities and moving to higher-level jobs, you can have significant impact on your pay. As the variables affecting pay are not under the Company's control, it may also be necessary to freeze or adjust salaries or salary ranges downward.

Work Eligibility Records

Maine Modern Medicines complies with the Immigration Reform and Control Act of 1986, and hires only United States citizens and aliens who are authorized to work in the United States. Maine Modern Medicines does not discriminate on the basis on citizenship or national origin.

New employees must complete an employment eligibility verification form (form I-9) within 3 business days of your first day of work, and show the company documentation proving your identity and your eligibility to work in the United States.

Former employees who are rehired must also complete the form if they have not completed an I-9 form with Maine Modern Medicines within the last 3 years, or if their previous I-9 form is no longer valid or was not retained by the company.

I-9 forms are treated as confidential information to the extent possible and are maintained separate from the personnel files. Employees with questions or would like more information on immigration law issues are encouraged to contact Human Resources.

Working Hours

The regular working hours of Maine Modern Medicines are for eight (8) hours a day Tuesday through Saturday. The starting time can varies anywhere in between 6:00 a.m. to 8:00 a.m. Your Manager will notify you of your assigned work schedule. In order to accommodate the needs of our company, it may be necessary to change individual work schedules on either a short-term or long-term basis.

Confidential Information

Confidentiality Policy

Maine Modern Medicines (The Company) considers its confidential and proprietary information, including the confidential and proprietary information of our patients/customers, to be one of its most valuable assets. As a result, employees must carefully protect and must not disclose to any third party all confidential and proprietary information belonging to the Company or its patients/customers. Such protected information includes, but is not limited to, the following: patient files, matters of a technical nature, such as computer software, product sources, product research and designs; and matters of a business nature, such as customer/patient lists, customer contact information, associate information, on-site program and support materials, candidate and recruit lists and information, personnel information, placement information, pricing lists, training programs, contracts, sales reports, sales, financial and marketing data, systems, forms, methods, procedures, and analyses, and any other proprietary information, whether communicated orally or in documentary, computerized or other tangible form, concerning the Company's or its customers' operations and business.

Employees should ensure that any materials containing confidential or proprietary information are filed and/or locked up before leaving their work areas each day. During the workday, employees should not leave any sensitive information lying about or unguarded.

If you have any questions about this policy, consult your supervisor or the CEO.

Conflicts of Interest

Maine Modern Medicines expects employees to conduct business according to the highest ethical standards of conduct. Employees are expected to dedicate their best efforts to the interests of Maine Modern Medicines. Business dealings that appear to create a conflict of interest between Maine Modern Medicines and an employee are unacceptable.

A potential conflict of interest occurs whenever an employee is in a position to influence a decision that may result in a personal gain for the employee or an immediate family member as a result of Maine Modern Medicines business dealings.

Maine Modern Medicines recognizes the right of employees to engage in activities outside of their employment which are of a private nature and unrelated to Maine Modern Medicines. However, employees must disclose any possible conflicts so that the company may assess and prevent potential conflicts of interest.

Employees must avoid any interest, influence or relationship which might conflict or appear to conflict with the best interests of Maine Modern Medicines. Although it is not possible to specify every action that might create a conflict of interest, listed below are examples of potential conflicts of interest that may arise during your employment with Maine Modern Medicines.

Having a financial interest in any business transaction with Maine Modern Medicines

Owning or having a significant financial interest in, or other relationship with a Maine Modern Medicines competitor, customer or supplier.

Accepting gifts, entertainment or other benefit of more than a nominal value from a Maine Modern Medicines competitor, customer or supplier.

Conduct Standards

Company Equipment and Vehicles

Company Equipment and vehicles are essential in accomplishing job duties are expensive and difficult to replace. When using company equipment and vehicles employees are expected to use the equipment with care following all safety standards and guidelines. Required maintenance is expected to be completed on all equipment if required. If property becomes damaged, or in need of repair notify a supervisor immediately. The improper, careless, negligent, destructive, or negligent operation will result in disciplinary action up to including termination and a deduction from wages equivalent to the cost of the damages or loss.

Company Property

Please keep your work area neat and clean and use care in handling company property. Report any broken or damaged property to your supervisor. You may not use company property for personal purposes and you may not remove company property from the premises without prior written permission. The improper, careless, negligent, destructive, or negligent operation will result in disciplinary action up to including termination and a deduction from wages equivalent to the cost of the damages or loss.

Conduct Standards & Discipline

Maine Modern Medicines expects every employee to adhere to the highest standards of personal conduct and job performance. Employees may be disciplined for poor job performance and misconduct. The follow are examples of our expectations and standards that are unacceptable. The list does not contain every example of unacceptable practice or behavior. Maine Modern Medicines retains the discretion to discipline up to and including termination based on the circumstances of each individual case.

Examples of poor job perform include but are not limited to the following:

- Unacceptable quality or quantity of work
- Repeated unexcused absences or lateness
- Failure to follow instructions
- Failure to adhere to company policies
- Failure to follow safety regulations

Examples of misconduct include but are not limited to the follow:

Falsifying and employment application or any other company records or documents

Failing to record working time accurately or recording the work time of another employee, allowing any other Employee to record your work time, or allowing falsification of any time card, whether your own or another employee's.

Insubordination or refusal to perform job duties

Using vulgar, profane or obscene language

Fighting or other acts of violence

Stealing company or other employees property

Possessing or using weapons on company property

Possessing, distributing, selling, transferring, using, or having alcohol or illegal drugs in your system or on company property.

Theft or damage of any company property or the property of any Employee or client.

Violating conflict of interest rules

Failing to maintain confidential or proprietary information

Violating the companies computer or software policies

Being convicted of a crime that is relevant to the position that is held with Maine Modern Medicines or is a threat the company or employees.

Dating in the workplace

Supervisors and employees under their supervision are strongly discouraged from forming romantic or sexual relationships. Such relationships can create the impression of impropriety in terms and conditions of employment and can interfere with productivity and the overall work environment.

If you are unsure of the appropriateness of an interaction with another employee, or customer of the Company, contact Human Resources.

Appropriate action, which may include a transfer or reassignment, leave of absence, suspension or termination, will be taken against those who violate this policy.

Dress Policy

Maine Modern Medicines wishes to maintain a professional atmosphere in order to welcome our shareholders, customers, vendors and other visitors into our business. For this reason, we have adopted a Business Casual dress code. Please understand that you are expected to dress and groom yourself in accordance with accepted social and business standards, particularly if your job involves dealing with customers or visitors in person. Listed below are guidelines to help you determine what may or may not be appropriate.

Acceptable attire: slacks, khakis, skirts or dresses, shirts with collars, sports shirts, blouses, turtlenecks, sweaters, loafers or sandals.

Unacceptable: Jeans, sweatpants, sweatshirts, workout attire (including sports jerseys) or bicycle shorts, cutoffs, halter or tank tops, dresses, or skirts that are excessively short; sheer clothing or clothing that is revealing, distracting, or provocative, flip-flops.

From time to time, customers, or other special guests will visit our offices. These days may be designated as Dress-Up days. On these days, you will be expected to dress accordingly to portray a professional environment. We may also sponsor special theme days from time to time in which you may choose to participate. When working at a customer's site, please observe what the customer is wearing and dress appropriately.

If your manager feels your attire is out of place, you may be asked to leave your workplace until you are properly attired. You will not be paid for the time you are off the job for this purpose.

Drug and Alcohol Policy

Maine Modern Medicines strives to maintain a workplace free of drugs and alcohol and to discourage drug and alcohol abuse by its employees. Misuse of alcohol or drugs by employees can impair the ability of employees to perform their duties, as well as adversely affect our customers and customers' confidence in our company.

Alcohol

Employees are prohibited from using or being under the influence of alcohol while performing company business for Maine Modern Medicines, while operating a motor vehicle in the course of business or for any job-related purpose, or while on company premises or a worksite.

Illegal Drugs

Maine Modern Medicines employees are prohibited from using or being under the influence of illegal drugs while performing company business or while on a company facility or worksite. You may not use, manufacture, distribute, purchase, transfer or possess an illegal drug while in Maine Modern Medicines facilities, while operating a motor vehicle for any job-related purpose or while on the job, or while performing company business. This policy does not prohibit the proper use of medication under the direction of a physician; however, misuse of such medications is prohibited.

Disciplinary Action

Employees who violate this policy may be disciplined or terminated, even for a first offense. Violations include refusal to consent to and comply with testing and search procedures as described.

Searches

Maine Modern Medicines may conduct searches for illegal drugs or alcohol on company facilities or worksites without prior notice to employees. Such searches may be conducted at any time. Employees are expected to cooperate fully.

Searches of employees and their personal property may be conducted when there is reasonable suspicion to believe that the employee has violated this policy or when circumstances or workplace conditions justify such a search. Personal property may include, but is not limited to, purses, boxes, briefcases, as well as any Maine Modern Medicines property that is provided for employees' personal use, such as desks, lockers, and files.

An employee's consent to a search is required as a condition of employment and the employee's refusal to consent may result in disciplinary action, including termination.

Drug and Alcohol Testing

Maine Modern Medicines may require a blood test, urinalysis, hair test or other drug or alcohol screening of employees suspected of using or being under the influence of drugs or alcohol or where other circumstances or workplace conditions justify such testing. The refusal to consent to testing may result in disciplinary action, including termination.

Maine Modern Medicines will require drug testing and/or alcohol testing:

Before an offer of employment

- When a reasonable suspicion exists that any employee has alcohol, illegal drug, or intoxicant within his or her system. Reasonable suspicion means suspicion based on appearance, speech, attitude, mood, breath odor of the employee
- When an accident occurs
- When an employee participated in a rehabilitation program
- When required by state or federal law.

Ethical and Legal Business Practices

Maine Modern Medicines expects the highest standard of ethical conduct and fair dealing from each employee, officer, director, volunteer and all others associated with the Company. Our reputation is a valuable asset, and we must continually earn the trust, confidence and respect of our suppliers, our members, our customers and our community.

This policy provides general guidance on the ethical principles that we all must follow, but no guideline can anticipate all situations. You should also be guided by basic honesty and good judgment, and be sensitive to others' perceptions and interpretations.

If you have any questions about this policy, consult your supervisor or manager.

You are expected to promptly disclose to the management of the company anything that may violate this policy. We will not tolerate retaliation or retribution against anyone who brings violations to management's attention.

SAFETY

To provide a safe and healthful work environment safety is a top priority to Maine Modern Medicines. Being successful in providing a safe work environment relies upon a personal commitment of all Maine Modern Medicines employees. Each employee is expected to perform duties in a safe manner and observe all safety rules. Employees are expected to report any unsafe condition to a supervisor or human resources. Employees may report these conditions anonymously. Employees who do not work in a safe manner, violate safety standards, cause unsafe situations, or fail to report safety issues, may be disciplined up to and including termination. Follow OSHA safety standards at all time.

Any employee that is involved in an accident that result in any injury, regardless of the severity must notify their supervisor or the Human Resources department immediately. This is to ensure compliance with applicable laws and workers compensation insurance requirements.

ACCESS TO PATIENT RECORDS

The Company will limit access to a patient's records to:

- the patient;
- the patient's caregiver and/or health care providers;
- Dispensary personnel for treatment, payment, and operations purposes; and
- Individuals and entities who are authorized by law or by the patient's written authorization to access the patient's records.

Removal of a patient's records from Maine Modern Medicines.

We prohibit removing original records from the premises of Maine Modern Medicines.

Copies of original records will be protected and disposed of in accordance with DHHS/Maine State policies and procedures. Patient records are kept for a minimum of six (6) years.

If a court orders production of a patient's original records, and original records are taken off the premises to comply with the court order, a records custodian or other representative of Maine Modern Medicines will accompany the original records and ensure their return to Maine Modern Medicines.

Complying With Laws and Regulations

All our activities are to be conducted in compliance with the letter and spirit of all laws and regulations. You are charged with the responsibility of understanding the applicable laws, recognizing potential dangers and knowing when to seek legal advice.

Giving and Receiving Gifts

You may not give or receive money or any gift to or from a supplier, government official or other organization. Exceptions may be made for gifts that are customary and lawful, are of nominal value and are authorized in advance.

You may accept meals and refreshments if they are infrequent are of nominal value and are in connection with business discussions.

If you do receive a gift or other benefit of more than nominal value, report it promptly to a member of management.

Employee Privacy and Other Confidential Information

Maine Modern Medicines collects only personal information about employees that relates to their employment. Only people with a business-related need to know are given access to this information. Personal information, other than that required to verify employment or to satisfy legitimate investigatory or legal requirements, will be released outside the company only with employee approval.

If you have access to any confidential information, including private employee information, you are responsible for acting with integrity. Unauthorized disclosure or inappropriate use of confidential information will not be tolerated.

Accounting and Financial Reports

Maine Modern Medicines financial statements and all books and records on which they are based must accurately reflect the Company's transactions. All disbursements and receipts must be properly authorized and recorded.

You must record and report financial information accurately. Reimbursable business expenses must be reasonable, accurately reported and supported by receipts.

Those responsible for handling or disbursing funds must assure that all transactions are executed as authorized and recorded to permit financial statements in accord with Generally Accepted Accounting Principles.

Account and Customer Information

Employees are prohibited from distributing account, client, and/or customer information to anyone, in any form, except the named account holder, client or customer.

Compliance

Employees who fail to comply with this policy will be disciplined, which may include a demand for reimbursement of any losses or damages, termination of employment and referral for criminal prosecution. Action appropriate to the circumstances will also be taken against supervisors or others who fail to report a violation or withhold relevant information concerning a violation of this policy.

Open Door

Maine Modern Medicines has an open-door policy whereby any employee can speak to any executive, manager, or supervisor on any matter. The leaders of this company are dedicated to being available to employees.

Progressive Disciplinary Action

Should there be a problem regarding the employee's adherence to Maine Modern Medicines rules, the employee will be given an opportunity to change the unacceptable behavior:

The employee will be given a **verbal explanation** of the errant behavior, including a reiteration of what Maine Modern Medicines' rule regarding that behavior is. In addition, the employee will be advised of the consequences of further infractions of the rule in question. If no further problems occur with regard to the issue raised at the verbal warning stage, no further disciplinary action will be taken. If there are no other occurrences of errant behavior in a rolling six (6) month period the verbal explanation will no longer be in effect. A rolling six (6) month period is defined as the six (6) month period that immediately precedes the current date.

If the problem persists, the employee will be given a **written explanation** of the errant behavior, including a reiteration of what Maine Modern Medicines' rule regarding that behavior is. In addition, the employee will be advised that continuation of the problem will lead to suspension without pay for a stated period of time. As before, the employee will be given an opportunity to change the unwanted behavior and, if the behavior does not reoccur, no further disciplinary action will be taken. If there are no other occurrences of

errant behavior in a rolling six (6) month period the written explanation will no longer be in effect. A rolling six (6) month period is defined as the six (6) month period that immediately precedes the current date.

If verbal and written warnings fail to bring about a change in the undesired conduct, the employee may be **suspended without pay** and will be informed that further occurrences of the conduct will lead to the employee's immediate discharge, without additional warnings. During this suspension, it is intended that the employee will have the opportunity to reflect on their work experience with Maine Modern Medicines and decide if they would like to continue their employment under the guidance of the written explanation of their behavior.

Termination will result should the employee be unable to maintain an acceptable level of behavior.

*Immediate Disciplinary Action. Maine Modern Medicines reserves the right to bypass the disciplinary steps and base its disciplinary action on the severity, frequency or combination of infractions when circumstances warrant immediate action. Maine Modern Medicines reserves the right to halt the disciplinary steps and base its disciplinary action on the severity, frequency or combination of infractions. It is not the intent of this policy to replace Maine Modern Medicines' commitment of Employment At Will.

All disciplinary information will be retained in your personnel file.

Prohibited Use of Company Cell Phone While Driving

Employees must adhere to all federal, state, or local rules and regulations regarding the use of cell phones while driving. The use of a cell phone while driving may present a hazard to the driver, other employees and the general public. Therefore, employees should not use hand held cell phones for business purposes while driving. In the case where an employee needs to make a business call while driving, he/she should locate a lawfully designated area to park and make the call. This policy is meant to ensure the safe operation of company vehicles and the operation of private vehicles while an employee is on work time and conducting business. Violation of this policy may subject an employee to disciplinary action up to and including immediate termination.

Prohibited Use of Personal Communication Devices

The use of personal communication devices shall be limited in the workplace to alleviate distractions and the disruption of regular work routines. Personal communication devices are defined as, but not limited to, cellular or two-way phones, and audible pagers. Personal communication devices are prohibited from use during work hours and in work areas, unless the company has provided such device(s) to the employee for business use only. Any employee carrying a non-company issued personal communication devices with an audible alarm or ring must ensure the sound is turned off during work hours and in work areas. Employees must not take, return, or receive calls on personally owned communication devices during work hours or in work areas.

Limited and temporary exceptions to this policy permitting the use of personally owned communications devices for ongoing personal emergency situations (such as the imminent birth of a child) can be made. Please contact supervisor to make arrangements for the use of personal communication devices. Violation(s) of this policy may be grounds for discipline up to and including termination.

Smoking Policy

Smoking is prohibited inside Maine Modern Medicines facilities. All employees, clients and other visitors are expected to comply with this policy, and employees who violate it may be disciplined up to and including termination.

Workplace Solicitation

To maintain a workplace that is professional and that has limited disruptions or interferences with work, Maine Modern Medicines prohibits employees from soliciting for any cause and distributing literature of any kind in the workplace during working time. Working time means the time that employees are expected to be actively engaged in their job duties. Employees may not distribute literature at any time in working areas. Literature includes but is not limited to advertising material, handbills, and fliers. Literature may be printed, written, or electronic. Employees may not use Company equipment or systems, including but not limited to computers, e-mail, telephones, voice-mail, and fax machines to send or receive solicitation or literature.

Maine Modern Medicines may grant limited exemptions from these rules for charitable purposes at its discretion.

Workplace Violence

Maine Modern Medicines is committed to preventing workplace violence and to maintaining a safe work environment. Maine Modern Medicines has adopted the following guidelines to deal with intimidation, harassment, or other threats of or actual violence that may occur during business hours or on its premises.

All employees should be treated with courtesy and respect at all times. Conduct that threatens, intimidates, or coerces another employee, a customer, or a member of the public at any time, including off-duty periods, will not be tolerated. This prohibition includes all acts of harassment, including harassment that is based on an individual's sex, race, religion, age, or any characteristic protected by federal, state, or local law. All threats of or actual violence, both direct and indirect, should be reported as soon as possible to your immediate supervisor or any other member of management. This includes threats by employees, as well as threats by customers, vendors, solicitors, or other members of the public. When reporting a threat of violence, you should be as specific and detailed as possible.

All suspicious individuals or activities should also be reported as soon as possible to a supervisor. Do not place yourself in peril. If you see or hear a commotion or disturbance near your workstation, do not try to intercede or see what is happening.

Maine Modern Medicines will promptly and thoroughly investigate all reports of threats of or actual violence and of suspicious individuals or activities. The identity of the individual making a report will be protected as much as is practical. In order to maintain workplace safety and the integrity of its investigation, Maine Modern Medicines may suspend employees, either with or without pay, pending investigation.

Anyone determined to be responsible for threats of or actual violence or other conduct that is in violation of these guidelines will be subject to prompt disciplinary action up to and including termination of employment.

Leave

Bereavement Leave

Employees classified as regular full time have up to 3 days of paid bereavement leave for the death of an immediate family member. An immediate family member is defined as the employee's spouse, parent, child, sibling; the employee's spouse's parent, child, or sibling; the employee's child's spouse; grandparents or grandchildren. Special consideration will also be given to any other person whose association with the employee was similar to any of the above relationships. Employees requesting bereavement leave should contact their supervisor immediately. Employees may, with their supervisors' approval, use any available paid leave for additional time off as necessary.

Family and Medical Leave

Maine Modern Medicines will grant family and medical leave in accordance with the requirements of applicable state and federal law in effect at the time the leave is granted. No greater or lesser leave benefits will be granted than those set forth in the relevant state or federal laws.

Please contact your Manager as soon as you become aware of the need for a family and medical leave. The following is a summary of the relevant provisions.

Employee Eligibility

To be eligible for family and medical leave benefits, you must: (1) have worked for Maine Modern Medicines for a total of at least 12 months; (2) have worked at least 1,250 hours over the previous 12 months; and (3) work at a location where at least 50 Employees are employed by Maine Modern Medicines within 75 miles.

Leave Available

Eligible Employees may receive up to a total of 12 workweeks of unpaid leave during a 12-month period. The 12-month period is measured backward from the date an Employee uses family and medical leave.

Leave may be used for one or more of the following reasons: (1) for the birth or placement of a child with an Employee for adoption or foster care; (2) to care for an immediate family member (spouse, child, or parent) with a serious health condition; or (3) to take medical leave when the Employee is unable to work because of a serious health condition. Under some circumstances, Employees may take family and medical leave intermittently--which means taking leave in blocks of time, or by reducing their normal weekly or daily work schedule. If you are pregnant, you may have the right to take a pregnancy disability leave in addition to a family and medical leave. Please review the pregnancy disability leave policy below and notify your Manager or the Director of Human Resources if you need leave due to your pregnancy.

Certain restrictions on these benefits may apply.

Notice & Certification

If you need family and medical leave, you may be required to provide:

1. 30-day advance notice when the need for the leave is foreseeable;
2. Certification from a health care provider (both prior to the leave and prior to reinstatement);
3. Periodic recertification; and
4. Periodic reports during the leave.

When leave is needed to care for an immediate family member or your own serious health condition, and is for planned medical treatment, you must try to schedule treatment so as not to unduly disrupt Maine Modern Medicines 's operation.

Compensation During Leave

Family and medical leave is unpaid. Maine Modern Medicines may require you to use accrued paid leave (such as paid time off and vacation leave) to cover some or all of the family and medical leave. The use of paid time off will not extend the length of a family and medical leave.

Benefits During Leave

Maine Modern Medicines will maintain, for up to a maximum of 12 workweeks of family and medical leave, any group health insurance coverage that you were provided before the leave on the same terms as if you had continued to work. In some instances, Maine Modern Medicines may recover premiums it paid to maintain health coverage if you do not return to work following family or medical leave.

If you are on family and medical leave but you are not entitled to continued paid coverage, you may continue your group health insurance coverage through Maine Modern Medicines in conjunction with federal COBRA guidelines by making monthly payments to Maine Modern Medicines for the amount of the relevant premium. Please contact your Manager for further information.

Job Reinstatement

Under most circumstances, upon return from family and medical leave, you will be reinstated to your previous position, or to an equivalent job with equivalent pay, benefits, and other employment terms and conditions. However, upon return from a family and medical leave, you have no greater right to reinstatement than if you had been continuously employed rather than on leave. For example, if you would have been laid off had you not gone on family and medical leave, or if your position has been eliminated during the leave, then you will not be entitled to reinstatement.

If you are returning from family and medical leave taken for your own serious health condition, but you are unable to perform the essential functions of your job because of a physical or mental disability, Maine Modern Medicines will attempt to accommodate you. Your use of family and medical leave will not result in the loss of any employment benefit that you earned or were entitled to before using family and medical leave.

Pregnancy Disability Leave

Pregnancy, childbirth, or related medical conditions will be treated like any other disability, and an employee on leave will be eligible for temporary disability benefits in the same amount and degree as any other employee on leave.

Any female employee planning to take pregnancy disability leave should advise the personnel department as early as possible. The individual should make an appointment with the personnel manager to discuss the following conditions:

Employees who need to take pregnancy disability must inform Maine Modern Medicines when a leave is expected to begin and how long it will likely last. If the need for a leave or transfer is foreseeable, employees must provide notification at least 30 days before the pregnancy disability leave or transfer is to begin. Employees must consult with the personnel manager regarding the scheduling of any planned medical treatment or supervision in order to minimize disruption to the operations of the Company. Any such scheduling is subject to the approval of the employee's health care provider. If 30 days' advance notice is not possible, notice must be given as soon as practical.

Upon the request of an employee and recommendation of the employee's physician, the employee's work assignment may be changed if necessary to protect the health and safety of the employee and her child.

Requests for transfers of job duties will be reasonably accommodated if the job and security rights of others are not breached; Temporary transfers due to health considerations will be granted when possible. However, the transferred employee will receive the pay that accompanies the job, as is the case with any other temporary transfer due to temporary health reasons.

Pregnancy leave usually begins when ordered by the employee's physician. The employee must provide the Company with a certification from a health care provider. The certification indicating disability should contain:

The date on which the employee became disabled due to pregnancy;

The probable duration of the period or periods of disability; and

A statement that, due to the disability, the employee is unable to perform one or more of the essential functions of her position without undue risk to herself, the successful completion of her pregnancy, or to other persons.

Leave returns will be allowed only when the employee's physician sends a release.

An employee will be allowed to use accrued sick time (if otherwise eligible to take the time) during a pregnancy disability leave. An employee will be allowed to use accrued vacation or personal time (if otherwise eligible to take the time) during a pregnancy disability leave; and

Duration of the leave will be determined by the advice of the employee's physician, but employees disabled by pregnancy may take up to four months. Part-time employees are entitled to leave on a pro rata basis. The four months of leave includes any period of time for actual disability caused by the employee's pregnancy, childbirth, or related medical condition. This includes leave for severe morning sickness and for prenatal care.

Leave does not need to be taken in one continuous period of time and may be taken intermittently, as needed. Leave may be taken in increments of half-day increments.

Under most circumstances, upon submission of a medical certification that an employee is able to return to work from a pregnancy disability leave, an employee will be reinstated to her same position held at the time the leave began or to an equivalent position, if available. An employee returning from a pregnancy disability leave has no greater right to reinstatement than if the employee had been continuously employed.

Coordination with Family Leave Policy

If you take pregnancy disability leave and are eligible under the federal or state family and medical leave laws, the Company will maintain group health insurance coverage for up to a maximum of 12 workweeks (if such insurance was provided before the leave was taken) on the same terms as if you had continued to work. Leave taken under the pregnancy disability policy runs concurrently with family and medical leave under federal law, but not family and medical leave under California Law. If you are ineligible under the federal and state family and medical leave laws, while on pregnancy disability you will receive continued paid coverage on the same basis as other medical leave that the Company may provide and for which you are eligible. In some instances, the Company may recover premiums it paid to maintain health coverage for you if you fail to return to work following pregnancy disability leave.

If you are on pregnancy disability leave and are not eligible for continued paid coverage, or if paid coverage ceases after 12 workweeks, you may continue your group health insurance coverage through the Company in conjunction with federal COBRA guidelines by making monthly payments to the Company for the amount of the relevant premium. Contact the personnel manager for further information.

Parental Leave

Parents, guardians and custodial grandparents are entitled to up to 40 hours of unpaid leave per school year -- but not more than 8 hours per month to participate in the school activities of a child in grades K through 12. You must give your supervisor reasonable advance notice of the need for the leave.

Jury Duty

Maine Modern Medicines supports employees in fulfilling their civic responsibilities by allowing all regular full-time and regular part-time employees attend jury duty service in accordance with their legal obligations to do so. Maine Modern Medicines will not deprive employment, threaten, or coerce an

employee because the employee receives or responds to a summons for jury duty or prospective jury duty or for actually serving jury duty.

Employees must inform your supervisor as soon as possible after receiving a jury summons so that arrangements can be made to accommodate your absence. And you will be expected to report for work during your jury service whenever the court schedule permits.

Maine Modern Medicines will reimburse wages in accordance with state law. Insurance benefits will ordinarily remain in effect and unchanged for the full term of your jury duty absence.

Military Leave

A military leave of absence will be granted to employees who are absent from work because of service in the U.S. uniformed services in accordance with the Uniformed Services Employment and Reemployment Rights Act (USERRA). Employees that are called to active duty in the National Guard or State Guard for state or federal service shall receive the same benefits, privileges, and protections in employment as the Uniformed Services Employment and Reemployment Rights Act (USERRA) regardless of the activation authority or location of service. Advance notice of military service is required, unless military necessity prevents such notice or it is otherwise impossible or unreasonable. The military leaves of absence in excess will be unpaid. However, employees may use any available paid time off for the absence. Continuation of health insurance benefits is available as required by USERRA based on the length of the leave and subject to the terms, conditions and limitations of the applicable plans for which the employee is otherwise eligible.

Employees who are members of the National Guard or U.S. Reserves are entitled to 17 days of unpaid leave for active military duty or training.

Vacation, sick leave, and holiday benefits will continue to accrue during a military leave of absence. Employees on military leave for up to 30 days are required to return to work for the first regularly scheduled shift after the end of service, allowing reasonable travel time. Employees on longer military leave must apply for reinstatement in accordance with USERRA and all applicable state laws.

Employees returning from military leave will be placed in the position they would have attained had they remained continuously employed or a comparable one depending on the length of military service in accordance with USERRA. They will be treated as though they were continuously employed for purposes of determining benefits based on length of service. Contact the Human Resources Department for more information or questions about military leave.

Witness Duty

Any employee subpoenaed to appear in court, as a witness shall be allowed to take time off from work without pay in order to appear. Employees may use any available paid time off for the absence. An employee who is required to appear in court must present the subpoena to his or her supervisor or manager and Human Resources as soon as possible.

School Activity Leave

Employees of Maine Modern Medicines that are parents or guardians of a child who has been suspended from school may have unpaid time off from work to appear at the school in connection with that suspension. The employee must provide reasonable notice. Maine Modern Medicines reserves the right to request documentation from the school or licensed daycare of the suspension.

Time off to Vote

Maine Modern Medicines encourages employees to fulfill their civic responsibilities by participating in elections. Generally, employees are able to find time to vote either before or after their regular work schedule. If employees are unable to vote in an election during their nonworking hours, Maine Modern Medicines will grant up to 2 hours of unpaid time off to vote.

Employees should request time off to vote from their supervisor at least two working days prior to the Election Day. Advance notice is required so that the necessary time off can be scheduled at the

beginning or end of the work shift; whichever provides the least disruption to the normal work schedule. Employees must submit a voter's receipt on the first working day following the election to qualify for unpaid time off.

Vacations & Holidays

Holidays

Maine Modern Medicines observes the following holidays:

New Year's Day

Memorial Day

Independence Day

Labor Day

Thanksgiving

Christmas

You will be paid for these holidays if you are classified as a Regular Full Time Employee and have worked the full scheduled day before and the full scheduled day after the holiday, unless time off has been approved in advance as vacation or personal days.

Holidays that fall on a weekend will be observed either on a Friday or Monday. To avoid confusion, all holidays will be announced in advance. Due to business needs, some employees may be required to work on company holidays. Your supervisor or manager will notify you if this may apply to you.

Personal Days

Personal days off with pay is available to employees classified as Regular Full Time Regular Full Time employees are eligible for up to 3 paid personal days a calendar year. Personal day may be used for any reason. To take personal days, employees should request advance approval from their supervisors. Requests will be reviewed based on a number of factors, including business needs and staffing requirements and a determination will be made if the employee use vacation time for requested time off. Maine Modern Medicines reserves the right to deny requests for vacation time off. Personal time off is paid at the employee's base pay rate at the time of vacation. It does not include overtime or any special forms of compensation such as incentives, commissions, or bonuses. You must use personal days by December 31 of each year, as unused personal days may not be carried over to the next calendar year. Employees will not be paid for accrued unused personal days on termination

Sick Days

Sick days off with pay are available to employees classified as Regular Full Time. Regular Full Time employees are eligible to accrue up to sick days off with pay.

*An eligible employee is entitled to accrue sick time at a monthly at rate of 6.67 hours per month up to maximum of ten (10) days per calendar year and a maximum of twenty (20) days.

The maximum amount of sick days that can be accrued is twenty (20). Sick Days can be accrue up to the maximum. Once the cap is reached no additional vacation time will be earned until accrued vacation time is used.

To be eligible to use a sick day off with pay, you must call in each day to your supervisor no later than 15 minutes after your usual start time for work. If you do not call in, the absence may be considered unexcused and you will not be paid for it. Maine Modern Medicines reserves the right to request a doctor's certificate for any sick days requested. If such a certificate is requested and you cannot produce it, the absence may be considered unexcused, and you will not be paid for it.

Up to half of the total sick days (10 days) may be used to care for Kin. Kin is defined child, parent, spouse, registered domestic partner, or the child of a registered domestic partner. Maine Modern Medicines reserves the right to request a doctor's certificate for any sick days used for the care of kin. If

such a certificate is requested and you cannot produce it, the absence may be considered unexcused, and you will not be paid for it.

Vacation

Vacation time off with pay is available to employees classified as Regular Full Time. Temporary and part-time employees do not accrue vacation time. Vacations time off with pay is to provide an opportunities rest, relaxation, and personal pursuits. The amount of paid vacation time employees receive each year increases with the length of their employment as shown in the following schedule:

*An eligible employee is with five (5) years or less of continuous service is entitled to accrue vacation time at a rate of 6.67 hours per month up to maximum of 80 hours per calendar year

*An eligible employee is with six (6) to fourteen (14) years of continuous service is entitled to accrue vacation time at a rate of 10 hours per month up to maximum of 120 hours per calendar year

*An eligible employee is with fifteen (15) or more years of continuous service is entitled to accrue vacation time at a rate of 13.33 hours per month up to maximum of 160 hours per calendar year

The length of eligible service is calculated on the basis of a "calendar year." Once employees enter an eligible employment classification, they begin to earn paid vacation time according to the schedule. Paid vacation time can be used in minimum increments of one-half day. To take vacation, employees should request advance approval from their supervisors. Requests will be reviewed based on a number of factors, including business needs and staffing requirements and a determination will be made if the employee use vacation time for requested time off. Maine Modern Medicines reserves the right to deny requests for vacation time off. Vacation time off is paid at the employee's base pay rate at the time of vacation. It does not include overtime or any special forms of compensation such as incentives, commissions, or bonuses.

As stated above, employees are encouraged to use available paid vacation time for rest, relaxation, and personal pursuits. Vacation time must be taken within the year following the accrual. Earned vacation time accrues to a maximum of 80 hours for the first and second years of employment. Earned vacation time accrues to a maximum of 120 hours for the third and fourth years of employment. Earned vacation time accrues to a maximum of 180 hours for the fifth through eight years of employment. Earned vacation time accrues to a maximum of 240 hours for all years of employment after eight. Vacation time can be accrue up to the maximum. Once the cap is reached no additional vacation time will be earned until accrued vacation time is used.

Any employee that terminates employment shall be paid all vacation time that has been accrued but has not been taken up to the date of separation.

Employee Benefits

Continuance of Health Insurance under COBRA

Under the Consolidated Omnibus Budget Reconciliation Act of 1985, better known as COBRA, if an employee terminates employment with the company, the employee is entitled to continue participating in the company's group health plan for a prescribed period of time, usually 18 months. (In certain circumstances, such as an employee's divorce or death, the length of coverage period may be longer for qualified dependents). COBRA coverage is not extended to employees terminated for gross misconduct.

If a former employee chooses to continue group benefits under COBRA, he/she must pay the total applicable premium plus a 2% administrative fee. Coverage will cease if the former employee fails to make premium payments as scheduled, becomes covered by another group plan that does not exclude pre-existing conditions, or become eligible for Medicare.

For detailed information or questions on COBRA, employees are requested to check with the Human Resources Department.

Long-Term Disability Insurance

Employees classified as Regular Full Time Employees are eligible long-term disability (LTD) benefits plan. LTD is provided to assist employees' ability to cope with an illness or injury that results in a long-term absence from employment. LTD is designed to ensure a continuing income for employees who are disabled and unable to work. Eligible employees may begin LTD coverage only after completing 90 calendar days of service.

Details of the LTD benefits plan including benefit amounts, and limitations and restrictions are described in the Summary Plan Description provided to eligible employees. Contact the Human Resources Department for more information about LTD benefits.

Short -Term Disability Insurance

Employees classified as Regular Full Time Employees are eligible short-term disability (STD) benefits plan. STD is a benefit plan for employees that are unable to work due to an injury or an illness. Disabilities arising from pregnancy or pregnancy-related illness are treated the same as any other illness that prevents an employee from working. Disabilities covered by workers' compensation are excluded from STD coverage.

Details of the STD benefits plan including benefit amounts, when they are payable, and limitations, restrictions, and other exclusions are described in the Summary Plan Description provided to eligible employees. Contact the Human Resources Department for more information about STD benefits.

Domestic Partner Benefits

Eligible employees who are in a domestic partnership may enroll their domestic partner and the eligible dependent children of the domestic partner as covered dependents in the medical and dental plans. Domestic partners shall include both same gender and opposite sex partners of eligible employees. Coverage shall be provided to domestic partners and their family members to the same extent it is currently provided to family members under current applicable administrative rules. For enrollment purposes, the employee and the employee's domestic partner must meet all of the following criteria:

- The couple must have lived together in an exclusive committed relationship for at least 12 months. The couple must live together in the same residence.
- Neither party can be legally married to---or in a registered domestic partnership with---anyone else. The couple must be at least the age of consent for marriage in the state in which they reside.
- The couple must complete an Affidavit of Domestic Partnership provided by the Company or the Insurer.
- The couple must have filed a domestic partnership agreement or registration, if available in their state (and/or city) of residence.
- Neither party has a different domestic partner now or has had a different domestic partner in the last 12 months.
- The couple maintains a relationship under which the employee and his/her domestic partner are interdependent upon each other for the provision of life's necessities such as food, shelter, medical care, and other support.
- Employees may also elect to enroll their domestic partner's eligible dependent children if they meet the medical and/or dental plan eligibility requirements, they reside regularly with the employee and the domestic partner, and qualify as the domestic partner's dependent(s) for Federal Income Tax purposes.
- Employees are required to notify management if the domestic partnership no longer meets all of the qualifying criteria. COBRA-equivalent coverage is available for the non-employee partner. Employees cannot file a new Affidavit of Domestic Partnership for a new domestic partner until at least 12 months after a previous domestic partnership ends.

- Employees will be subject to corrective action up to and including termination for making any false statements regarding the qualifications of a domestic partner, failure to notify the organization of a change in status of the domestic partner, or failure to comply with the terms of the Affidavit. Employees may be required to reimburse the Company for all costs associated with coverage for the domestic partner and his/her dependent children for violation of this policy. Please note that Maine Modern Medicines insurance policy shall be the controlling/superseding documents regarding eligibility.

Employee Assistance Program (EAP)

Maine Modern Medicines provides confidential access to counseling through the Employee Assistance Program (EAP). The EAP has professional counseling to help address personal problems, substance abuse, and family, financial, emotional and legal issues. This service is available to all employees of Maine Modern Medicines. The EAP is confidential and is designed to ensure the privacy and rights of the employee. The counselors are directed by a professional code of conduct and ensure employees' participation is not recorded into personnel files.

Minor concerns can become major problems if you ignore them. No issue is too small or too large, and a professional counselor is available to help you when you need it.

Life Insurance

Maine Modern Medicines provides a basic life insurance to employees that are classified as Regular full time employees for financial protection for you and your family. All eligible employees are subject to the terms and conditions of Maine Modern Medicines and the insurance carrier.

Medical Insurance

Maine Modern Medicines health insurance plan provides employees that are classified as regular full-time employees and their dependents access to medical insurance benefits. Eligible employees are subject to the terms and conditions of Maine Modern Medicines and the insurance carrier. A loss of eligibility will result if the employee classification changes from a regular full time employee. The employee may qualify for continuation of health insurance under the Consolidated Omnibus Budget Reconciliation Act (COBRA). Please review the COBRA policy for additional information. The complete details of and costs are described in the Summary Plan Document (SPD). A SPD will be provided in advance of the open enrollment period for benefits. For a copy of the SPD or more information about the health insurance plan please contact your supervisor or the Human Resources Department.

Retirement Saving Plan

To provide for future financial security and retirement Maine Modern Medicines has created a 401(k) savings plan. To be eligible to enroll in the 401(k) savings plan you must be 21 years of age or older and be classified as a Regular Full Time Employee. You may join the plan only during the open enrollment period. Eligible employees are subject to all terms and conditions of the 401(k) savings plan. The complete details of the 401(k) savings plan are described in the Summary Plan Document (SPD). For a copy of the SPD or more information about the 401(k) savings plan please contact your supervisor or the Human Resources Department.

Travel & Expenses

When the need for traveling for business arises employees will be reimbursed for all reasonable and necessary expenses occurred while conduct business for Maine Modern Medicines. All travel needs to pre-approved by your supervisor. An accurate and complete record must be maintained recording all the travel and business expenses on the companies expense report form. This form needs to be submitted to your supervisor no less then five business days before the end of the month.

Worker's Compensation

Maine Modern Medicines maintains and provides insurance to compensate for injury or illness that an employee might suffer from as a result of performing duties for the company. If an injury or an illness occurs you please obtain medical attention. You must report the injury or illness to your supervisor or human resources immediately, regardless of the severity.

Neither Maine Modern Medicines nor the insurance carrier will be liable for the payment of workers' compensation benefits for injuries that occur during an employee's voluntary participation in any off-duty recreational, social, or athletic activity sponsored by Maine Modern Medicines.

Corporate Communications & Technology

Bulletin Boards

Bulletin boards are maintained on a regular basis and contain important company information and policies such as employment law posters. Management must approve all postings on the bulletin boards. Please see Human Resources to obtain approval for bulletin board posting.

Employee Suggestions

Any suggestion that will benefit Maine Modern Medicines by solving a problem, reducing costs, improving operations or procedures should be submitted to human resources. The suggestion should contain the problem to be solved and a detailed solution. Special recognition will be awarded to individuals that have their suggestions implemented.

Investigations

In an effort to safeguard the property of our employees, clients, and the Company, the Company reserves the right to inspect property owned and/or supplied by the Company. Company-supplied property (including but not limited to offices, desks, file cabinets, computers and software, company vehicles, lockers and other storage facilities) is company property and are subject to inspection by managers at any time, with or without notice. Therefore, employees should have no reasonable expectation of privacy in property owned and/or supplied by the Company. Employees may be permitted to store personal items in facilities. However, the Company is not responsible for loss, damage or theft of employees' personal belongings, so employees should exercise discretion in storing any personal items. An employee's consent to a search is required as a condition of employment and the employee's refusal to consent may result in disciplinary action, including termination.

Software Policy

Maine Modern Medicines maintains current licenses for all software used in its daily operation. The company regulates employees' use of its computer software. Employees may not duplicate or use computer software in manner that would violate the licensing agreement between Maine Modern Medicines and its software vendor. Employees should be aware that the illegal use of software could result in filing of copyright charges.

Use of Company Communication Systems

Because Maine Modern Medicines reserves the right to access any personal communication without prior notice, employees should not use company systems to transmit any messages or to access any information that they would not want a third party to hear or see. Although incidental and occasional personal use of the company's systems is permitted, any such personal use will be treated the same as all other communications under this policy. However, employees are at all times prohibited from accessing or downloading information from the Internet for personal use.

Telephone Usage

The telephone system (including voicemail) at Maine Modern Medicines is the property of the company and is provided for business purposes. Maine Modern Medicines may periodically monitor the usage of the telephone systems to ensure compliance with this policy. Therefore, employees should not consider their conversations on the company's telephone system to be private.

Personal Mail

All mail delivered to the company is presumed to be related to company business. Mail sent to you at the company will be opened by the office and routed to your department. If you do not wish to have your correspondence handled in this manner, please have it delivered to your home.

Email

The company maintains an electronic mail system and other communications resources. This system is provided by the company to assist in the conduct of business within the company. The electronic mail and Internet system are company property. Additionally, all messages and files composed, sent, or received on these systems are and remain the property of the company. They are not the private property of any employee. The use of the electronic mail and other communication systems is reserved solely for the conduct of business at the company. It may not be used for personal business. The 1986 Electronic Communications Privacy Act allows employers to monitor employees via telephone or an electronic mail system. The company reserves and intends to exercise this right to review, audit, intercept, access and disclose any messages created, received or sent over these systems for any purpose. The contents of electronic mail properly obtained for legitimate business purposes may be disclosed within the company without the permission of the employee. The confidentiality of any message should not be assumed. Even when a message is erased, it is still possible to retrieve that message. Further, the use of passwords for security does not guarantee confidentiality. All passwords must be disclosed to the company when requested or they will be made invalid and cannot be used. Notwithstanding the company's right to retrieve and read any electronic mail messages, such messages should be treated as confidential by other employees and accessed only by the intended recipient.

Workplace Monitoring

To ensure quality, employee safety, security, and customer satisfaction Maine Modern Medicines reserves the right to monitor employees. Telephone conversations and computer usage and files may be monitored and accessed. Video surveillance of non-private workplace areas may be conducted to ensure safety, quality and to detect theft. Maine Modern Medicines will make every effort to guarantee that workplace monitoring is done in an ethical and respectful manner.

Safety & Emergency

Emergency Measures

Emergency conditions, such as severe adverse weather conditions, natural disasters, and unsafe work facilities, may interfere with the ability of Maine Modern Medicines employees to perform their usual duties. When such emergency conditions arise, Maine Modern Medicines may need to suspend briefly some of its usual policies. This policy may be implemented at such times. The decision to suspend Maine Modern Medicines' usual policies and implement this policy will be made by the site director at each affected site and/or the Human Resources director or manager of each site. The intent is to ensure the safety of Maine Modern Medicines employees while causing the least possible interruption to Maine Modern Medicines' operations.

Severe adverse weather conditions are defined as conditions under which roads are closed and government officials (for example, police, mayor, governor) are asking people to stay home. A blizzard for example.

Natural disasters are defined as conditions not related to the weather that causes roads to close and government officials (for example, police mayor, governor) to ask people to stay home. An earthquake for example.

Unsafe work facilities are conditions created by such things as fire, power outages, and toxic fumes that cause safety officials to ask or require people to stay out of a facility.

Essential employees are the employees whose jobs involve directly serving the customers of Maine Modern Medicines's clients. Agents and supervisors are essential employees.

Non-essential employees are general and administrative employees who do not directly serve the customers of Maine Modern Medicines clients.

When emergency conditions exist, Maine Modern Medicines may be forced to close affected facilities. If this occurs, no disciplinary action will be taken against employees for leaving work early or not coming to work. Employees will be paid as follows:

Hourly employees who are on site at the time the facility closes will be paid straight time for the remainder of their scheduled shifts. **Example:** If an hourly employee is scheduled to work from 8:00 a.m. to 5:00 p.m. and Maine Modern Medicines closes the facility at which he or she works at 11:00 a.m., the employee will be paid straight time for the hours between 11:00 and 5:00 p.m. A meal period will be deducted, just as it would be if the employee actually worked.

Hourly employees who are not on site but are scheduled to work at a time after the facility closes will be paid straight time for one-half the number of hours they are scheduled to work. **Example:** If an hourly employee is scheduled to work from 4:00 p.m. to 12:00 midnight with a half-hour meal period and Maine Modern Medicines closes the facility at which he or she works at 2:00 p.m., the employee will be paid for 3.75 hours. If the employees have vacation time available, they may request to use it for the hours for which they will not otherwise be paid.

Salaried employees who are scheduled to work will be paid for their entire shift, whether they are on site when the facility closes or the facility closes before their shifts begin.

If Maine Modern Medicines facilities do not close at a time when emergency conditions exist, employees who work will be paid as follows:

Essential Employees

Hourly employees who are scheduled to work will be paid straight time for the actual number of hours worked, but not less than their scheduled hours. They will also receive a bonus equal to one-half their regular hourly wages for each hour of their scheduled shifts that they actually work. **Example:** If an hourly employee is scheduled to work from 8:00 a.m. to 5:00 p.m., but arrives at 9:30 a.m. because of severe adverse weather conditions, the employee will be paid straight for the entire shift, including the hours between 8:00 a.m. and 9:30 a.m. In addition, a bonus will be paid for the hours worked between 9:30 a.m. and 5:00 p.m. The bonus for an employee who is regularly paid \$8.00 an hour, will be \$4.00 an hour for each hour worked. A meal period will be deducted, just as it would be if the employee actually worked all of the hours of the shift.

Hourly employees who are not scheduled to work may be given the opportunity to work if additional personnel are needed. Those who work at such times will be paid straight time for the actual number of hours worked, plus a bonus equal to one-half their regular hourly wages for each hour worked. **Example:** If an hourly employee who is regularly paid \$8.00 per hour voluntarily comes to work during emergency conditions, he or she will be paid his or her regular wage or \$8.00 an hour for every hour worked plus a bonus of \$4.00 an hour for every hour worked.

Note: Hourly employees may not come to work voluntarily without the permission of a supervisor or manager or authorized Human Resources representative. Employees may be called by Maine Modern Medicines and asked to report for work or they may call in and ask if they are needed.

Hourly employees who work more than 40 hours in a week during which emergency conditions exist will be paid the overtime rate of one and a half times their regular rate for all hours worked in excess of 40, as required by law, and a bonus equal to one-half their regular hourly wages for each hour worked during the emergency conditions. **Example:** If an hourly employee who is regularly paid \$8.00 per hour works eight (8) hours during emergency conditions and a total of 44 hours for the week, he or she will be paid \$8.00

an hour for 40 hours of work, \$12.00 an hour for the four (4) hours of overtime, and a bonus of \$4.00 an hour for the eight (8) hours worked during the emergency conditions.

Salaried employees who are scheduled to work on site and do work on site may, at the discretion of their managers, be given bonuses for working their scheduled shifts. Salaried employees who are not scheduled to work on site but come in voluntarily during emergency conditions may, at the discretion of their manager, be given bonuses.

Essential employees, who do not work during emergency conditions when their facilities remain open, whether hourly or salaried, will not be paid. Employees who have vacation time available may make a request to use the time for the hours for which they will not otherwise be paid.

Non-essential Employees

Hourly employees who are scheduled to work are not to report to work when emergency conditions exist, even if their facilities do not close. Such employees will be paid straight time for one-half the number of hours they are scheduled to work on that day.

Salaried employees who are scheduled to work will be paid for their entire shifts, whether or not they actually work.

Employees who are on site when emergency conditions occur will be given instructions and information by their supervisors or managers. Each site will have a hotline number for employees who are not on site to call when emergency conditions exist to find out the status of their facility (that is, whether the facility is closed, will be closing, or will remain open). Site directors are responsible for informing employees of this number and for keeping the hotline up to date. When emergency conditions exist, essential employees who are scheduled to work but will not be reporting for work even though their facilities remain open must call their supervisors or managers or their facilities absence hotline. Essential employees who do not show up for work and do not call to say that they will not be reporting for work will be classified as "No call/no show" even though emergency conditions exist. Essential employees who call to say that they will not be reporting for work because of the emergency conditions will not be charged with an absence or lateness occurrence.

Fire Safety

Every employee is required to take an active role in prevent fires. Employees must observe all OSHA safety requirements and regulations regarding fire safety. Access to fire door, fire exits, fire extinguishers must remain unobstructed.

First Aid

Maine Modern Medicines goal is to provide and maintain a safe and healthful work environment. In order to achieve this Maine Modern Medicines has a first aid kit located in the break room.

Safety

To provide a safe and healthful work environment safety is a top priority to Maine Modern Medicines. Being successful in providing a safe work environment relies upon a personal commitment of all Maine Modern Medicines employees. Each employee is expected to perform duties in a safe manner and observe all safety rules. Employees are expected to report any unsafe condition to a supervisor or human resources. Employees may report these conditions anonymously. Employees who do not work in a safe manner, violate safety standards, cause unsafe situations, or fail to report safety issues, may be disciplined up to and including termination.

Any employee that is involved in an accident that result in any injury, regardless of the severity must notify their supervisor or the Human Resources department immediately. This is to ensure compliance with applicable laws and workers compensation insurance requirements.

Reporting Unsafe Conditions or Practices

Employees are expected to continually be on the lookout for unsafe working conditions or practices. If you observe an unsafe condition, you should warn others, if possible, and report that condition to your supervisor immediately. If you have a question regarding the safety of your workplace and practices, ask your supervisor for clarification.

If you observe a coworker using an unsafe practice, you are expected to mention this to the coworker and to your supervisor. Likewise, if a coworker brings to your attention an unsafe practice you may be using, please thank the coworker and make any necessary adjustments to what you are doing. Safety at work is a team effort.

Acknowledgement and Agreement

This is to acknowledge that I have received a copy of The Maine Modern Medicines Employee Handbook and this handbook is neither a contract of employment nor a legal document. I have received the handbook, and I understand that it is my responsibility to read and comply with the policies contained in this handbook and any revisions made to it.

I also acknowledge that my employment with Maine Modern Medicines is not for a specified period of time and can be terminated at any time for any reason, with or without cause or notice, by me or by the Employer. I acknowledge that nothing in this Employee Handbook and any oral statements or representations regarding my employment can alter the foregoing. I also acknowledge that this policy of at-will employment may be revised, deleted or superseded only by a written employment agreement signed by the Executive Officer that expressly revises, modifies, deletes, or supersedes the policy of at-will employment.

I also acknowledge that, this handbook replaces all previous handbooks and supersedes all earlier oral and written materials about company policies and procedures and the Employer reserves the right to revise, delete, and add to the provisions of this Employee Handbook. I also acknowledge that, except for the policy of at-will employment or a written employment agreement providing otherwise, terms and conditions of employment with the Employer may be modified at the sole discretion of the Employer with or without cause or notice at any time. No implied contract concerning any employment-related decision or term and condition of employment can be established by any other statement, conduct, policy, or practice.

I understand that, unless my employment is covered by a written employment agreement providing otherwise, the foregoing agreement concerning my at-will employment status and the Employer's right to determine and modify the terms and conditions of employment is the sole and entire agreement between me and Maine Modern Medicines concerning the duration of my employment, the circumstances under which my employment may be terminated, and the circumstances under which the terms and conditions of my employment may change. I further understand that, with the exception of written employment agreements signed by the Executive Officer, this agreement supersedes all prior agreements, understandings, and representations concerning my employment with Maine Modern Medicines.

Date

Employee Signature

Employee Name [printed]



Exhibit B

Articles of Incorporation

DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

File No. 20100492ND Pages 3
Fee Paid \$ 40
DCN 2101671400001 ARTI
FILED
06/15/2010

Julie R. Flynn
Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned incorporator(s) execute(s) and deliver(s) the following Articles of Incorporation:

FIRST: The name of the corporation is MAINE MODERN MEDICINES

SECOND: ("X" one box only. Attach additional page(s) if necessary.)

~~X~~ The corporation is organized as a public benefit corporation for the following purpose or purposes:
~~to provide a place for medical research and~~

☒ The corporation is organized as a mutual benefit corporation for all purposes permitted under Title 13-B or, if not for all such purposes, then for the following purpose or purposes:

THIRD: The Registered Agent is a: (select either a Commercial or Noncommercial Registered Agent)



Commercial Registered Agent

CRA Public Number: P10003

AARON PRATT
(name of commercial registered agent)



Noncommercial Registered Agent

(name of noncommercial registered agent)

(physical location, not P.O. Box – street, city, state and zip code)

(mailing address if different from above)

FOURTH: Pursuant to 5 MRSA §108.3, the registered agent as listed above has consented to serve as the registered agent for this nonprofit corporation.

Form No. MNPCA-6 (1 of 3)

2014 6/15/2010

6/15/2010

DC:00 0102-91-NING

FIFTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if the number has been designated or if the initial directors have been chosen, is _____.

The minimum number of directors (not less than 3) shall be 3 and the maximum number of directors shall be 20.

SIXTH: Members: ("X" one box only.)

☒
☐

There shall be no members.

There shall be one or more classes of members and the information required by 13-B MRSA §402 is attached.

SEVENTH: (Optional) ☒ (Check if this article is to apply.)

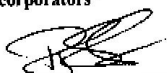
No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

EIGHTH: (Optional) ☐ (Check if this article is to apply.)

Other provisions of these articles including provisions for the regulation of the internal affairs of the corporation, distribution of assets on dissolution or final liquidation and the requirements of the Internal Revenue Code section 501(c) are set out in Exhibit _____ attached hereto and made a part hereof.

Incorporators*

Dated JUNE 10th 2010


(signature)
MAINE MODERN MEDICINES
BRIAN E. EAGAR
(type or print name)

Street P.O. Box 11, Acton ME 04001
(residence address)
PHYSICAL RESIDENCE: 187 BLANKHARD RD.
SPRINGVALE, ME
(city, state and zip code)

(signature)

Street _____
(residence address)

(type or print name)

(city, state and zip code)

(signature)

Street _____
(residence address)

(type or print name)

(city, state and zip code)

Form No. MNPCA-6 (2 of 3)

2010/06/10 14:00

2010/06/10 14:00

2010/06/10 14:00



Exhibit C
Lease Agreement, Cultivation
14 Boothby Rd. Livermore, ME

COMMERCIAL LEASE AGREEMENT

This Commercial Lease Agreement ("Lease") is made and effective August 15, 2010
[Date], by and between Roger Soury Jr + Melinda Soury [Landlord]
("Landlord") and Maine Modern Medicines [Tenant] ("Tenant").

Landlord is the owner of land and improvements commonly known and numbered as
513 Boothby Rd Livermore Maine [Address of
Building] and legally described as follows (the "Building"):
30 x 50 garage / building with parking lot [Legal
Description of Building]

Landlord makes available for lease a portion of the Building designated as
30 x 50 garage / building w/ parking lot [Suite or Other Number of Leased
Building] (the "Leased Premises").

Landlord desires to lease the Leased Premises to Tenant, and Tenant desires to lease the Leased Premises from Landlord for the term, at the rental and upon the covenants, conditions and provisions herein set forth.

THEREFORE, in consideration of the mutual promises herein, contained and other good and valuable consideration, it is agreed:

1. Term.

A. Landlord hereby leases the Leased Premises to Tenant, and Tenant hereby leases the same from Landlord, for an "Initial Term" beginning September 1, 2010 [Start Date] and ending September 1, 2011 [End Date]. Landlord shall use its best efforts to give Tenant possession as nearly as possible at the beginning of the Lease term. If Landlord is unable to timely provide the Leased Premises, rent shall abate for the period of delay. Tenant shall make no other claim against Landlord for any such delay.

B. Tenant may renew the Lease for one extended term of 1 year [Renewal Term]. Tenant shall exercise such renewal option, if at all, by giving written notice to Landlord not less than ninety (90) days prior to the expiration of the Initial Term. The renewal term shall be at the rental set forth below and otherwise upon the same covenants, conditions and provisions as provided in this Lease.

2. Rental.

A. Tenant shall pay to Landlord during the Initial Term rental of \$41,400.00
[Annual Rent] per year, payable in installments of \$3,450.00 [Monthly Rental Amount] per month. Each installment payment shall be due in advance on the first day of each calendar month during the lease term to Landlord at
513 Boothby Road, Livermore, Maine 04253 [Landlord's Designated Payment Address] or at such other place designated by written notice from Landlord or Tenant. The rental payment amount for any partial calendar months included in the lease term shall be prorated on a daily basis. Tenant shall also pay to Landlord a "Security Deposit" in the amount of \$3,450.00 [Security Deposit].

B. The rental for any renewal lease term, if created as permitted under this Lease, shall be To be negotiated [Annual Rent in Renewal Term] per year payable in installments of 90 days prior [Monthly Rental Amount] per month. to renewal.

3. Use

Notwithstanding the forgoing, Tenant shall not use the Leased Premises for the purposes of storing, manufacturing or selling any explosives, flammables or other inherently dangerous substance, chemical, thing or device.

4. Sublease and Assignment.

Tenant shall have the right without Landlord's consent, to assign this Lease to a corporation with which Tenant may merge or consolidate, to any subsidiary of Tenant, to any corporation under common control with Tenant, or to a purchaser of substantially all of Tenant's assets. Except as set forth above, Tenant shall not sublease all or any part of the Leased Premises, or assign this Lease in whole or in part without Landlord's consent, such consent not to be unreasonably withheld or delayed.

5. Repairs.

During the Lease term, Tenant shall make, at Tenant's expense, all necessary repairs to the Leased Premises. Repairs shall include such items as routine repairs of floors, walls, ceilings, and other parts of the Leased Premises damaged or worn through normal occupancy, except for major mechanical systems or the roof, subject to the obligations of the parties otherwise set forth in this Lease.

6. Alterations and Improvements.

Tenant, at Tenant's expense, shall have the right following Landlord's consent to remodel, redecorate, and make additions, improvements and replacements of and to all or any part of the Leased Premises from time to time as Tenant may deem desirable, provided the same are made in a workmanlike manner and utilizing good quality materials. Tenant shall have the right to place and install personal property, trade fixtures, equipment and other temporary installations in and upon the Leased Premises, and fasten the same to the premises. All personal property, equipment, machinery, trade fixtures and temporary installations, whether acquired by Tenant at the commencement of the Lease term or placed or installed on the Leased Premises by Tenant thereafter, shall remain Tenant's property free and clear of any claim by Landlord. Tenant shall have the right to remove the same at any time during the term of this Lease provided that all damage to the Leased Premises caused by such removal shall be repaired by Tenant at Tenant's expense.

7. Property Taxes.

Landlord shall pay, prior to delinquency, all general real estate taxes and installments of special assessments coming due during the Lease term on the Leased Premises, and all personal property taxes with respect to Landlord's personal property, if any, on the Leased Premises. Tenant shall be responsible for paying all personal property taxes with respect to Tenant's personal property at the Leased Premises.

8. Insurance.

A. If the Leased Premises or any other party of the Building is damaged by fire or other casualty

resulting from any act or negligence of Tenant or any of Tenant's agents, employees or invitees, rent shall not be diminished or abated while such damages are under repair, and Tenant shall be responsible for the costs of repair not covered by insurance.

B. Landlord shall maintain fire and extended coverage insurance on the Building and the Leased Premises in such amounts as Landlord shall deem appropriate. Tenant shall be responsible, at its expense, for fire and extended coverage insurance on all of its personal property, including removable trade fixtures, located in the Leased Premises.

C. Tenant and Landlord shall, each at its own expense, maintain a policy or policies of comprehensive general liability insurance with respect to the respective activities of each in the Building with the premiums thereon fully paid on or before due date, issued by and binding upon some insurance company approved by Landlord, such insurance to afford minimum protection of not less than \$1,000,000 combined single limit coverage of bodily injury, property damage or combination thereof. Landlord shall be listed as an additional insured on Tenant's policy or policies of comprehensive general liability insurance, and Tenant shall provide Landlord with current Certificates of Insurance evidencing Tenant's compliance with this Paragraph. Tenant shall obtain the agreement of Tenant's insurers to notify Landlord that a policy is due to expire at least (10) days prior to such expiration. Landlord shall not be required to maintain insurance against thefts within the Leased Premises or the Building.

9. Utilities.

Tenant shall pay all charges for water, sewer, gas, electricity, telephone and other services and utilities used by Tenant on the Leased Premises during the term of this Lease unless otherwise expressly agreed in writing by Landlord. In the event that any utility or service provided to the Leased Premises is not separately metered, Landlord shall pay the amount due and separately invoice Tenant for Tenant's pro rata share of the charges. Tenant shall pay such amounts within fifteen (15) days of invoice. Tenant acknowledges that the Leased Premises are designed to provide standard office use electrical facilities and standard office lighting. Tenant shall not use any equipment or devices that utilize excessive electrical energy or which may, in Landlord's reasonable opinion, overload the wiring or interfere with electrical services to other tenants.

10. Signs.

Following Landlord's consent, Tenant shall have the right to place on the Leased Premises, at locations selected by Tenant, any signs which are permitted by applicable zoning ordinances and private restrictions. Landlord may refuse consent to any proposed signage that is in Landlord's opinion too large, deceptive, unattractive or otherwise inconsistent with or inappropriate to the Leased Premises or use of any other tenant. Landlord shall assist and cooperate with Tenant in obtaining any necessary permission from governmental authorities or adjoining owners and occupants for Tenant to place or construct the foregoing signs. Tenant shall repair all damage to the Leased Premises resulting from the removal of signs installed by Tenant.

11. Entry.

Landlord shall have the right to enter upon the Leased Premises at reasonable hours to inspect the same, provided Landlord shall not thereby unreasonably interfere with Tenant's business on the Leased Premises.

12. Parking.

During the term of this Lease, Tenant shall have the non-exclusive use in common with Landlord, other tenants of the Building, their guests and invitees, of the non-reserved common automobile parking areas, driveways, and footways, subject to rules and regulations for the use thereof as prescribed from time to time by Landlord. Landlord reserves the right to designate parking areas within the Building or in reasonable proximity thereto, for Tenant and Tenant's agents and employees. Tenant shall provide Landlord with a list of all license numbers for the cars owned by Tenant, its agents and employees. Separated structured parking, if any, located about the Building is reserved for tenants of the Building who rent such parking spaces. Tenant hereby leases from Landlord Roger Soucy Jr + Melinda Soucy [Number of Parking Spaces] spaces in such structural parking area, such spaces to be on a first come-first served basis. In consideration of the leasing to Tenant of such spaces, Tenant shall pay a monthly rental of 0 [Parking Space Rental] per space throughout the term of the Lease. Such rental shall be due and payable each month without demand at the time herein set for the payment of other monthly rentals, in addition to such other rentals.

13. Building Rules.

Tenant will comply with the rules of the Building adopted and altered by Landlord from time to time and will cause all of its agents, employees, invitees and visitors to do so; all changes to such rules will be sent by Landlord to Tenant in writing. The initial rules for the Building are attached hereto as Exhibit "A" and incorporated herein for all purposes.

14. Damage and Destruction.

Subject to Section 8 A. above, if the Leased Premises or any part thereof or any appurtenance thereto is so damaged by fire, casualty or structural defects that the same cannot be used for Tenant's purposes, then Tenant shall have the right within ninety (90) days following damage to elect by notice to Landlord to terminate this Lease as of the date of such damage. In the event of minor damage to any part of the Leased Premises, and if such damage does not render the Leased Premises unusable for Tenant's purposes, Landlord shall promptly repair such damage at the cost of the Landlord. In making the repairs called for in this paragraph, Landlord shall not be liable for any delays resulting from strikes, governmental restrictions, inability to obtain necessary materials or labor or other matters which are beyond the reasonable control of Landlord. Tenant shall be relieved from paying rent and other charges during any portion of the Lease term that the Leased Premises are inoperable or unfit for occupancy, or use, in whole or in part, for Tenant's purposes. Rentals and other charges paid in advance for any such periods shall be credited on the next ensuing payments, if any, but if no further payments are to be made, any such advance payments shall be refunded to Tenant. The provisions of this paragraph extend not only to the matters aforesaid, but also to any occurrence which is beyond Tenant's reasonable control and which renders the Leased Premises, or any appurtenance thereto, inoperable or unfit for occupancy or use, in whole or in part, for Tenant's purposes.

15. Default.

If default shall at any time be made by Tenant in the payment of rent when due to Landlord as herein provided, and if said default shall continue for fifteen (15) days after written notice thereof shall have been given to Tenant by Landlord, or if default shall be made in any of the other covenants or conditions to be kept, observed and performed by Tenant, and such default shall continue for thirty (30) days after notice thereof in writing to Tenant by Landlord without correction thereof then having been commenced and thereafter diligently prosecuted, Landlord may declare the term of this Lease ended and terminated by giving Tenant written notice of such intention, and if possession of the Leased Premises is not surrendered, Landlord may reenter said premises.

Landlord shall have, in addition to the remedy above provided, any other right or remedy available to Landlord on account of any Tenant default, either in law or equity. Landlord shall use reasonable efforts to mitigate its damages.

16. Quiet Possession.

Landlord covenants and warrants that upon performance by Tenant of its obligations hereunder, Landlord will keep and maintain Tenant in exclusive, quiet, peaceable and undisturbed and uninterrupted possession of the Leased Premises during the term of this Lease.

17. Condemnation.

If any legally, constituted authority condemns the Building or such part thereof which shall make the Leased Premises unsuitable for leasing, this Lease shall cease when the public authority takes possession, and Landlord and Tenant shall account for rental as of that date. Such termination shall be without prejudice to the rights of either party to recover compensation from the condemning authority for any loss or damage caused by the condemnation. Neither party shall have any rights in or to any award made to the other by the condemning authority.

18. Subordination.

Tenant accepts this Lease subject and subordinate to any mortgage, deed of trust or other lien presently existing or hereafter arising upon the Leased Premises, or upon the Building and to any renewals, refinancing and extensions thereof, but Tenant agrees that any such mortgagee shall have the right at any time to subordinate such mortgage, deed of trust or other lien to this Lease on such terms and subject to such conditions as such mortgagee may deem appropriate in its discretion. Landlord is hereby irrevocably vested with full power and authority to subordinate this Lease to any mortgage, deed of trust or other lien now existing or hereafter placed upon the Leased Premises of the Building, and Tenant agrees upon demand to execute such further instruments subordinating this Lease or attorning to the holder of any such liens as Landlord may request. In the event that Tenant should fail to execute any instrument of subordination herein required to be executed by Tenant promptly as requested, Tenant hereby irrevocably constitutes Landlord as its attorney-in-fact to execute such instrument in Tenant's name, place and stead, it being agreed that such power is one coupled with an interest. Tenant agrees that it will from time to time upon request by Landlord execute and deliver to such persons as Landlord shall request a statement in recordable form certifying that this Lease is unmodified and in full force and effect (or if there have been modifications, that the same is in full force and effect as so modified), stating the dates to which rent and other charges payable under this Lease have been paid, stating that Landlord is not in default hereunder (or if Tenant alleges a default stating the nature of such alleged default) and further stating such other matters as Landlord shall reasonably require.

19. Security Deposit.

The Security Deposit shall be held by Landlord without liability for interest and as security for the performance by Tenant of Tenant's covenants and obligations under this Lease, it being expressly understood that the Security Deposit shall not be considered an advance payment of rental or a measure of Landlord's damages in case of default by Tenant. Unless otherwise provided by mandatory non-waivable law or regulation, Landlord may commingle the Security Deposit with Landlord's other funds. Landlord may, from time to time, without prejudice to any other remedy, use the Security Deposit to the extent necessary to make good any arrearages of rent or to satisfy any other covenant or obligation of Tenant hereunder. Following any such application of the Security Deposit, Tenant shall pay to Landlord on demand the amount so applied in order to restore the

Security Deposit to its original amount. If Tenant is not in default at the termination of this Lease, the balance of the Security Deposit remaining after any such application shall be returned by Landlord to Tenant. If Landlord transfers its interest in the Premises during the term of this Lease, Landlord may assign the Security Deposit to the transferee and thereafter shall have no further liability for the return of such Security Deposit.

20. Notice.

Any notice required or permitted under this Lease shall be deemed sufficiently given or served if sent by United States certified mail, return receipt requested, addressed as follows:

If to Landlord to:

[Landlord]

[Landlord's Address]

If to Tenant to:

[Tenant]

[Tenant's Address]

Landlord and Tenant shall each have the right from time to time to change the place notice is to be given under this paragraph by written notice thereof to the other party.

21. Brokers.

Tenant represents that Tenant was not shown the Premises by any real estate broker or agent and that Tenant has not otherwise engaged in, any activity which could form the basis for a claim for real estate commission, brokerage fee, finder's fee or other similar charge, in connection with this Lease.

22. Waiver.

No waiver of any default of Landlord or Tenant hereunder shall be implied from any omission to take any action on account of such default if such default persists or is repeated, and no express waiver shall affect any default other than the default specified in the express waiver and that only for the time and to the extent therein stated. One or more waivers by Landlord or Tenant shall not be construed as a waiver of a subsequent breach of the same covenant, term or condition.

23. Memorandum of Lease.

The parties hereto contemplate that this Lease should not and shall not be filed for record, but in lieu thereof, at the request of either party, Landlord and Tenant shall execute a Memorandum of Lease to be recorded for the purpose of giving record notice of the appropriate provisions of this Lease.

24. Headings.

The headings used in this Lease are for convenience of the parties only and shall not be considered in interpreting the meaning of any provision of this Lease.

25. Successors.

The provisions of this Lease shall extend to and be binding upon Landlord and Tenant and their respective legal representatives, successors and assigns.

26. Consent.

Landlord shall not unreasonably withhold or delay its consent with respect to any matter for which Landlord's consent is required or desirable under this Lease.

27. Performance.

If there is a default with respect to any of Landlord's covenants, warranties or representations under this Lease, and if the default continues more than fifteen (15) days after notice in writing from Tenant to Landlord specifying the default, Tenant may, at its option and without affecting any other remedy hereunder, cure such default and deduct the cost thereof from the next accruing installment or installments of rent payable hereunder until Tenant shall have been fully reimbursed for such expenditures, together with interest thereon at a rate equal to the lesser of twelve percent (12%) per annum or the then highest lawful rate. If this Lease terminates prior to Tenant's receiving full reimbursement, Landlord shall pay the un reimbursed balance plus accrued interest to Tenant on demand.

28. Compliance with Law.

Tenant shall comply with all laws, orders, ordinances and other public requirements now or hereafter pertaining to Tenant's use of the Leased Premises. Landlord shall comply with all laws, orders, ordinances and other public requirements now or hereafter affecting the Leased Premises.

29. Final Agreement.

This Agreement terminates and supersedes all prior understandings or agreements on the subject matter hereof. This Agreement may be modified only by a further writing that is duly executed by both parties.

30. Governing Law.

This Agreement shall be governed, construed and interpreted by, through and under the Laws of the State of Maine.

IN WITNESS WHEREOF, the parties have executed this Lease as of the day and year first above written.

[Landlord Signature]

[Tenant Signature]



Exhibit D
Site Plan, Cultivation
14 Boothby Rd. Livermore, ME

14 Boothby Rd, Livermore ME
Site for Cultivation

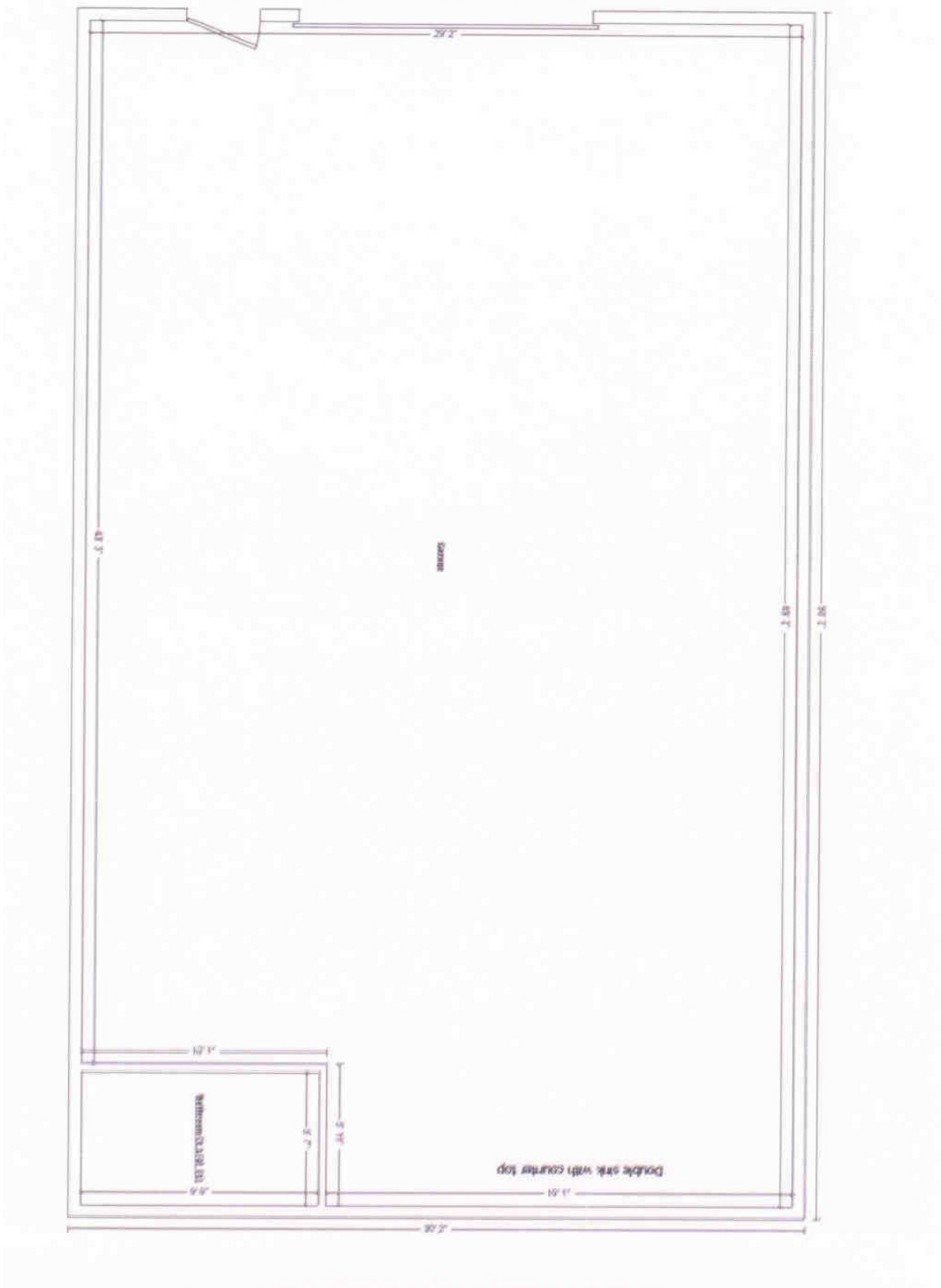




Exhibit E
Lease Agreement, Dispensary
1424 US Route 1, Hancock

LEASE AGREEMENT

Lease Agreement entered into this 17th day of August, 2010, by and between ROGER M. WOODBURY, JR., and Michele C. Woodbury having a mailing address of P.O. Box 401, Ellsworth, Maine 04605 (hereinafter referred to as "Landlord") and Green Relief(MD) and Maine Modern Medicines, their successors or assigns, having a mailing address of in care of Ron Fousek, South Berwick, Maine, 03908 (hereinafter referred to as "Tenant").

WITNESSETH:

1. That Landlord in consideration of the rents and obligations hereinafter mentioned to be paid and performed by Tenant does hereby rent and lease unto Tenant the following premises:

Real estate consisting of Landlord's land and building located on the west side of 1424 US Highway One, Hancock, Maine.

2. THE PURCHASE OF LEASE: The Tenant is leasing the premises as a retail and wholesale sales store and holistic health center for therapeutic treatment to the public including its business as a medical marijuana dispensary or other legal drug sales activity.

3. That the rental for the above premises shall be Five Hundred Forty Thousand Dollars (\$540,000) over FIFTEEN years with monthly payments of Three Thousand Dollars and 00/100.

This lease shall be renegotiated effective 9/01/2010 with rent due retroactive to this date.

Lease payments shall be due and remitted to the landlord at P.O. Box 401, Ellsworth, Maine, 04605.

- Lease payments shall be considered late if received at the landlord's mailing address on the 23rd day of each month. Payments received more than five calendar days late shall be subject to a 10% late fee.
- At finalization of this lease the tenant shall pay to the landlord the amount of Six Thousand Dollars, which shall be considered to be the first month and the 60th month lease payment.
- It is understood and agreed that the lease rate shall be reset at two points in the lease, the first on the sixty first month of the lease, and the final reset date shall be at the one hundred twenty firsts month of the lease.
- It is understood that the tenant shall be billed for any increase in the amount of lease fee indicated by any increase in the Consumer Price Index, as established by the United States government. The lease fee shall never be less than \$3000.00 per month, and any increase shall be billed annually according to the CPI on the anniversary date of the lease. At each five year increment, the basic lease amount shall be increased to show the accumulated CPI increases of the previous five years, if any.
- Right to Purchase: It is understood and agree that the Tenant shall have the right to purchase said leased real estate at each five year interval of the lease, at the then

established appraised value, such appraisal to be obtained and paid for by the tenant with the appraiser chosen by the Landlord.

4. Tenant specifically shall be allowed to fence or otherwise restrict access to the property described in this lease except for Landlord's right of access.

5. That Tenant shall not sublet the leased premises without express written consent of the Landlord or conduct any other operations other than those set forth in this agreement. Any additional use by the Tenant shall require the express written consent of the Landlord. Such consent shall not be unreasonably withheld so long as any such use shall be consistent with the original concept of holistic community service which was inherent in the Tenant's original permit applications.

6. Terms: This is a "TRIPLE NET LEASE". The tenant is responsible for all costs of operation of the premises, including taxes, insurance and general building maintenance. It is understood and agreed that the premises may be modified, reconstructed, redecorated to the specifications of the tenant without restriction and at the tenant's sole expense.

7. Tenant furthermore agrees to not pollute, strip, or lay waste to the property and not to store foreign materials including, petroleum products, refuse or waste materials.

8. The Tenant further agrees to conduct its business in a lawful manner and comply with all rules, regulations, and laws, including Federal, State and local laws, and to have all necessary permits for the operation of its business. The Tenant agrees to be responsible for and to hold the Landlord harmless from any conduct of the Tenant on this property including the violation of any laws, rules, regulations, or for damages caused by Tenant's business including personal injury. Tenant acknowledges having insurance for its own personal property and for liability insurance in the amount of \$5,000,000.

- Such liability insurance policy shall include Roger M. and Michele C. Woodbury, ATIMA as additional named insured.
- Such insurance coverage shall also provide coverage for the **building** in the amount not less than \$450,000 with replacement cost endorsement, against all risk of physical loss. Such insurance to value shall be established annually by appropriate reconstruction cost estimator furnished by the insurance company or professional building contractor selected by the Landlord. There shall be no restriction on deductible size provided the tenant has adequate cash reserves to cover any loss to the structure above either the insurance amount or the deductible itself.

Tenant is responsible for its own personal property and for any losses and is responsible for any liability claims within the lease premises caused by the acts or negligence of the Tenant and Tenant shall hold the Landlord harmless for the same, including Landlord's reasonable attorney's fees

9. The Tenant understands that if it fails to pay the rent promptly when due or should fail to comply with any other provisions of this lease agreement, or in the event that the lease agreement shall terminate in accordance with its provisions, then in any of said cases, it shall be lawful for Landlord, at his election, to enter and take possession. The Tenant hereby expressly waives any and all notices to vacate said premises other than that required by Title 14 M.R.S.A. §6002, if said statute applies and therefore this lease agreement shall absolute terminate. The Landlord by retaking possession of the leased premises shall not affect any other legal right or remedy to which, under the law, the Landlord is entitled. Tenant agrees that any eviction action by Landlord due to Tenant's breach of contract obligates Tenant to pay Landlord's reasonable damages including reasonable attorney's fees.

10. That failure of Landlord on any one occasion to insist upon strict performance of the terms and obligations of this Agreement shall not constitute a waiver or relinquishment of the right of the Landlord thereafter to enforce any such terms, but the same shall continue in full force and effect.

11. Tenant is responsible for removing all equipment, garage, refuse and personal property and shall be responsible for securing the premises.

12. Tenant may possess the premises at a mutually agreed time and date following September 1, 2010, following final amendments to this lease.

Landlord – ROGER M. WOODBURY

Landlord – Michele C. Woodbury

Tenant – Green Relief MD by it's President

Tenant – Maine Modern Medicines
By it's President.



Exhibit F

1424 US Route 1, Hancock

Dispensary Site Summary

1424 US Route 1,
Hancock, Maine

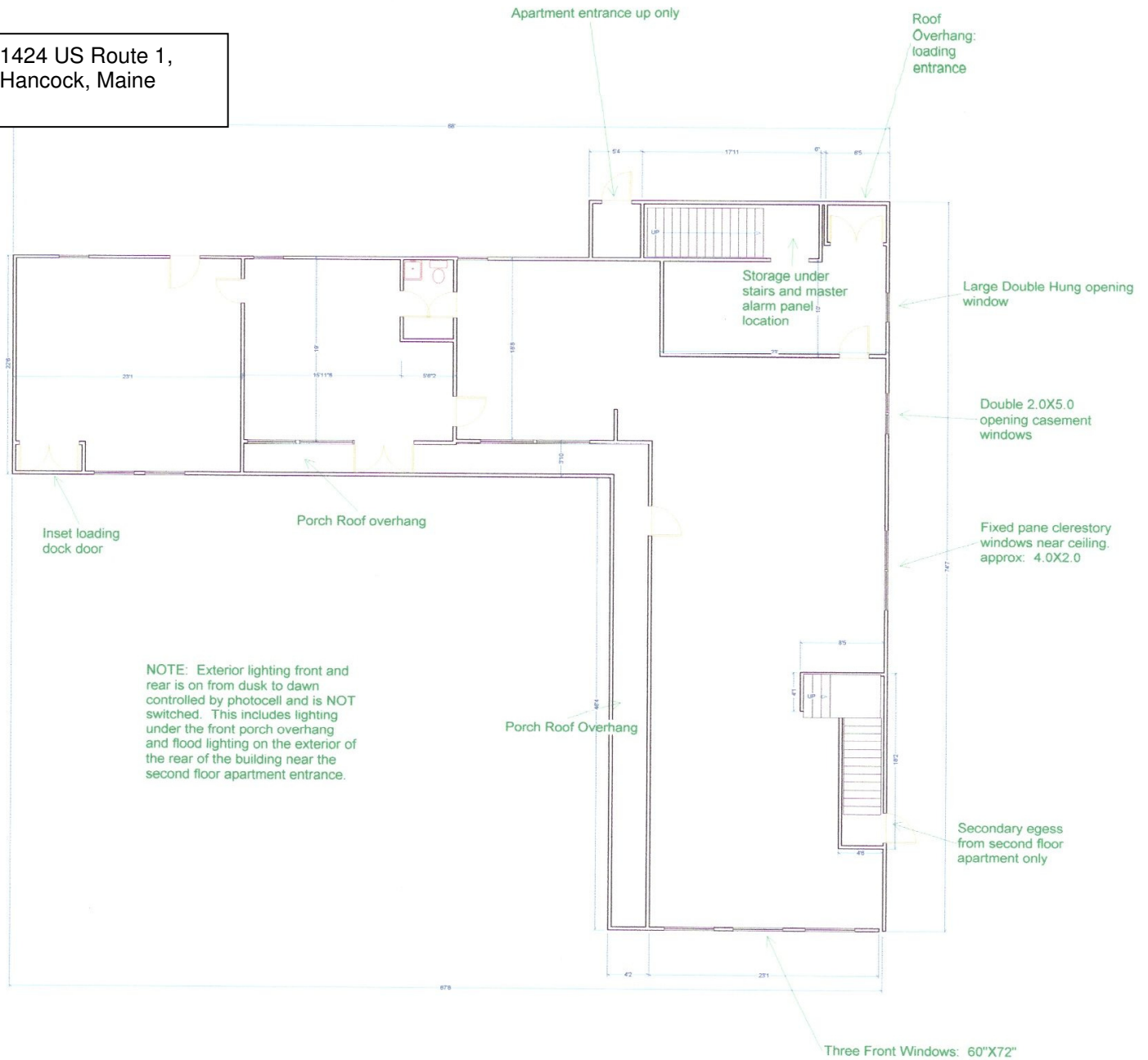




Exhibit G
Security Estimates
Seacoast Security

Seacoast Security

32 Lexington Dr Suite #1
Hermon, ME 04401
Local: (207) 848-1005
Toll Free: (800) 287-0426
Fax: (207) 848-1008

Modern Maine Medicine
14 Old US Route 1
Hancock ME 04605
SECURITY FIRE

Modern Maine Medicine
PO Box 11
Acton ME 04001
Contact: Ron Fousek
Phone: 603-275-2251



Sales Quotation

Project:

Questions? Please call

Quote #: BMB005070 Date 8/18/2010 Quote Expires on: 9/17/2010

Description	Qty
Control Panel	
Addressable Commercial Fire and Burglary Alarm Panel with Battery Backup	1
Keypad	
Commercial Fire Annunciator	1
Commercial Burglary Keypad	2
Cellular Communicator	
Commercial Fire Cellular/Internet Communicator	1
Communication Package	1
Wireless Receiver	
UL Listed Commercial Wireless Communicator	1
Smoke Detectors (Or Heat Detectors)	
Addressable Smoke Detector or Heat Detector	10
Horn Strobes	
Standard Wall Mount Horn Strobe	6
Exterior Fire Horn Strobe	
Exterior Wall Mount Fire Horn Strobe	2
Fire Pull Stations	
Dual Action Fire Alarm Pull Station	4
Panic Pull Stations	
Dual Action Panic Station	4
Personal Panic Pendants	
Personal Panic Pendants	4
Motion Detectors	
Addressable Motion Detectors	8
Man Door and Overhead Door Contacts	
Addressable Man Door Contacts with Armored Housing	7
Interior and Exterior Burglary Sirens	
120dB Flush Mount Burglary Sirens	2
Adjustable Temperature Sensor	

Seacoast Security

32 Lexington Dr Suite #1
Hermon, Me 04401
Local: (207) 848-1005
Toll Free: (800) 287-0426
Fax: (207) 848-1008

Modern Maine Medicine
14 Old US Route 1
Hancock ME 04605
ACCESS CONTROL

Modern Maine Medicine
PO Box 11
Acton ME 04001
Contact: Ron Fousek
Phone: 603-275-2251



Sales Quote

Project:

Questions? Please call

Quote #: BMB005071 Date 8/18/2010 Quote Expires on: 9/17/2010

Description	Qty
Access Control Panel	
Access Control Panel for up to 8 Doors	1
Access Control Software Suite	
Access Control Software	1
Access Control Communicator	
Access Control Network Communicator	1
Proximity Card Readers	
Access Control Door Proximity Reader	4
Electric Door Strikes	
Electric Door Strike for Man Door	4
HID Proximity Fobs	
50 HID Proximity Keyfob Badges	1
Power Supply	
24V OR 28VAC 100VA Transformer with Enclosure	1
(6-24V 4.0A) Access Control Power Supply	1
16.5V 40VA Transformers	2
12V 7AMP Battery	2

I accept the terms and conditions of this quotation.

Signed: _____

Name: _____ Date: _____

Terms: 1 / 2 down 30 day on completion Visa/MC accepted.

NOTE: This Quote is Confidential and May Not Be Shared in anyway

Sub-Total \$8,196.00

LABOR \$3,600.00

Tax \$409.80

Total \$12,205.80

Thank you for considering our company. If you decide not to buy from us, we would appreciate your feedback so that we can serve you better in the future!

For your protection . .
We recommend surge suppressors,
for every system.

Seacoast Security

32 Lexington Dr Suite #1
Heron, Me 04401
Local: (207) 848-1005
Toll Free: (800) 287-0426
Fax: (207) 848-1008



Sales Quote

Project:

Modern Maine Medicine
14 Old US Route 1
Hancock ME 04805
CCTV SYSTEM

Modern Maine Medicine
PO Box 11
Acton ME 04001
Contact: Ron Fousek
Phone: 603-275-2251

Questions? Please call

Quote #: BMB005072 Date 8/18/2010 Quote Expires on: 9/17/2010

Description	Qty
DVR	
16 Channel Digital Video Recorder, 480/FPS, 480/REC, 3 TB HDD, DVD-RW and Remote Viewing Software	1
Power Supply	
16 Output CCTV Power Supply	1
Monitor	
19" LCD Flatscreen Monitor	1
Cameras	
High Resolution 24V 560TVL Armored Camera with Infrared 2.8MM - 12MM Lense	16
Mounting Accessories	
All Weather Camera Back Boxes	16
Siamese CCTV Cable 500' Boxed	4
*** Networked DVR with Internet Viewing Capability ***	

I accept the terms and conditions of this quotation.

Signed: _____

Name: _____ Date: _____

Terms: 1 / 2 down 30 day on completion Visa/MC accepted.

NOTE: This Quote is Confidential and May Not Be Shared in anyway

Sub-Total \$9,900.00

LABOR \$3,400.00

Tax \$495.00

Total \$13,795.00

Thank you for considering our company. If you decide not to buy from us, we would appreciate your feedback so that we can serve you better in the future!

For your protection . .
We recommend surge suppressors,
for every system.



Exhibit H

Board License Copies

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redacted.**



Exhibit I

Resumes of the Board of Directors

DIRECTOR OF FINANCE

Highly experienced finance professional with increasingly responsible financial and operations positions within the public sector vertical. Exceptional experience in budget development and reporting, GL/AP/AR, finance office capacity building, revenue/expense projections, GASB, 2 CFR Part 225, OMB A110, A122 and A133, cost reduction/containment, fund accounting, and human resources. Accomplishments in finance and organization restructuring through total team approach. Adept in complex, fast-paced organizations and working with finance ERP systems. Areas of expertise include:

Needs Assessment
Human Resources
2 CFR Part 225

Finance/Budget Management
A110, A122, A133
Cash Management

Governance
Audit Compliance
Facilities Management

CAREER HISTORY**Walpole Public Schools, Town of Walpole, Massachusetts****2008 to 2010**

K-12 school district serving ~4,000 students and employs ~200.

School Business Administrator

Developed and oversaw budget of ~\$30M. Provided FP&A leadership throughout district, spanning seven sites. Analyzed and resolved complex operational matters. Developed enrollment and staff projections. Ensured compliance with financial controls. Interfaced with multi-disciplinary organizations to secure services. Prepared monthly, quarterly, and annual financial reports.

- ♦ Championed outsourcing of food service operation leading to negotiated personnel savings.
- ♦ Implemented SaaS rental software product to achieve flexibility, boost revenue and eliminate unbilled activity.
- ♦ Reduced financial reporting time by designing and implementing Excel modeling tools.
- ♦ Drove the development of inventory control system linking food supplies with site menus and financial system.
- ♦ Achieved >60% collection of past due receivable in first-ever outsourced collection effort.
- ♦ Instituted staff training in core service area (food) and achieved 90% completion rate during first session.

Town of Braintree, Massachusetts**2006 to 2008**

Full-service municipal organization; employs ~400.

Director of Finance

Collaborated with diverse internal and external constituencies in the development of ~\$100M annual operating budget. Prepared and presented monthly, quarterly, and annual financial performance reports (summary and detail). Analyzed insurance and health benefit programs. Devised program and operations cost saving proposals. Prepared and presented various fees and rates. Advised senior staff on matters of administration and finance.

- ♦ Achieved 90% improvement over prior-year data entry errors by implementing new technology solution.
- ♦ Improved key account payables outstanding ~50% through audit of payment processing system.
- ♦ Proposed and led divestiture of dormant assets via auction vehicle yielding >\$800K for general fund.
- ♦ Addressed prior year utility accounts receivable through realignment of staff to collection activities.
- ♦ Implemented new ERP Finance tool (F9) that improved closing and budgeting process.
- ♦ Refined components of chart of account establishing critical baseline for incoming authority.
- ♦ Championed disbursement of unclaimed checks ultimately returning ~\$50K to the general fund.

City of Newton, Massachusetts, Department of Public Works**2001 to 2006***Municipal public works department; employs ~200.***Chief of Budget and Finance**

Developed and managed operating and capital improvement budget in excess of \$50M. Identified, deployed and reported department-wide performance metrics. Directed capital planning development process. Managed customer service and information technology operations. Developed and reported vehicle MRO (maintenance, repair, and overhaul) reports. Created finance dashboard using Microcharts.

- ♦ Implemented Hansen Systems service request product reducing in call center errors ~40%.
- ♦ Refined monthly water/sewer report processes eliminating redundant steps and improving usability.
- ♦ Overhauled time/labor reporting process that eliminated ~\$25K in annual overtime expenses.
- ♦ Improved procurement process by managing critical deadlines, consolidating purchases, and using templates.
- ♦ Uncovered, pursued and resolved inconsistent electric utility costs resulting in ~\$70K credit from supplier.
- ♦ Prepared and presented monthly performance measurement (kpi/kpd) reports.

Town of Charlton, Massachusetts**1999 to 2001***Full-service municipality; employs ~50.***Town Administrator**

Served as CAO for community with \$16M budget. Prepared and presented financial and operational matters concerning the efficient operation of the municipal corporation. Coordinated activities of boards, commissions, departments and committees. Primary contact for external constituencies such as federal and state government and commercial enterprises. Maintain active partnership with external auditors, rating agencies, and other financial entities.

- ♦ Implemented and oversaw cross-function teams to refine budget process and improve collaboration.
- ♦ Championed expanded services to local health care facilities resulting in four (4), new additional firefighter/paramedics.
- ♦ Instituted first town finance team consisting of independent elected and appointed positions.
- ♦ Negotiated with global utility corporation parts of a mitigation agreement that secured funding for local projects.

Career note: Past experience as Treasurer/Collector in Winthrop, MA along with finance/management positions in other communities.

EDUCATION & CERTIFICATION

Master of Public Administration, Suffolk University, 1996
Bachelor of Arts in Economics, University of Massachusetts-Boston, 1987

AFFILIATIONS (PRESENT AND PAST)

Northeast Conference on Public Administration, Steering Committee Member (present)
 American Society for Public Administration, National and Local Chapter (present member, past Chapter Treasurer)
 Brooks School Parent/Teacher Organization 501c3, (past elected member, co-founder)
 Wrapped Up In Sports (present)
 Somerville Historic Preservation Commission, member (past)
 Massachusetts Army National Guard, Honorable Discharge (past)

Ronald Fousek

c: (603) 275-2251; e-mail:
vwgtiron@gmail.com

60 Young Street, South Berwick, ME 03908

STRENGTHS

- Excellent sales, negotiation, and customer service skills.
- Ability to build strong relationships with clients/vendors.
- Superb presentation and communication skills.
- Proven ability to manage key account relationships.

EXPERIENCE

Founder/Caregiver

January 2010 – Present

Green ReliefMD, S. Berwick ME

- Founder and Caregiver focused on providing the highest quality medical cannabis to registered patients in the state of Maine.
- Grows and cultivates six medical cannabis plants per patient (currently 4), following strict organic growing methods and quality control.
- Delivers medicine to patients keeping within the maximum amount determined by state laws.
- Extremely knowledgeable in medical cannabis growing methods and matching the appropriate strain to the patient's symptoms.
- Fields numerous phone calls from prospective patients daily, matching them to qualified Caregivers in Maine who have room for additional patients.

Interim Sales/IT Manager

January 2008 – Present

CreativeMind Search Marketing, S. Berwick ME

- Provide sales support for growing Search Engine Optimization and Social Media firm
- Duties include: Lead generation, building brand recognition, nurturing leads until they are sales-ready.
- Troubleshoot PC problems and perform basic tasks to manage servers and network components
- Perform the installation, upgrade, and maintenance of hardware and software on Windows
- This is a part-time, on-call position.

District Sales Representative

August 2007 – May 2009

PFG Roma, Augusta ME

- Market and sell high quality food to restaurants, school systems, and health care establishments.
- Developed new and grow existing accounts.
- Increased sales \$750,000 over previous year.
- Won several vendor promotional contracts.
- Salvaged many accounts that previously languished.
- Led negotiations and won "tough sell" accounts.
- Stayed current on new products and sales items to enhance sales efforts.
- Consult with clients on new menu ideas, services, and products.

Loan Originator**Aegis Mortgage Lending Corporation****Sept. 2006 – May 2007**

- Executed all aspects of loan origination, including lead generation and qualification.
- Organized necessary documentation (appraisals, employment verification, and Title work) required for successful loan processing.
- Provided customer service by assessing needs of customer, proposing a solution, and keeping customer abreast of progress of loan application.
- Interacted one-on-one with realtors and home appraisers.

Various Chef Positions**1993 - 2007****EDUCATION**

University of South Dakota, 1996 – 1998

Mitchell Technical College, 1994 – 1996

Black Hills State University, 1993

REFERENCES

Available upon request

Patti Fousek

60 Young Street
South Berwick, ME 03908
207-251-6492
patti.fousek@gmail.com



Specialties

- Search Engine Optimization
- Link Building
- Online Strategies
- In-house SEO Training
- Social Media Marketing
- Blog Optimization
- Web Analytics
- Social Networking
- Inbound Marketing

PROFESSIONAL EXPERIENCE

CreativeMind Search Marketing, S. Berwick, ME

September 2007 – Present

Founder & President

- Consult with small to medium-sized businesses to determine the best Search Engine Optimization (SEO) or Social Media Marketing strategy to suit their marketing objectives.
- Develop customized Inbound Marketing programs that include keyword research and analysis, competitor analysis, Meta tag creation, SEO copywriting, and design and usability suggestions.
- Create winning social media strategies on Twitter and Facebook.
- Monitor client website progress via web analytics programs such as Google Analytics, and HubSpot. Develop monthly strategies to increase client conversions for optimal ROI.
- Create client-tailored In-house SEO and Social Media training programs.
- Conduct In-house SEO and Social Media training for individuals and groups.
- Create social media strategies that include article marketing, blogging, and SEO-PR.
- Design, develop, and maintain company website. Write and update all website content and optimize content for search engines.
- Write and market Search Engine Optimization articles.
- Write and post blog entries on Search Engine Marketing topics.

HMG Search Marketing, Portland, ME

October 2005 – July 2007

Organic Search Manager

- Analyzed client websites and provided detailed website enhancements to improve organic rankings on search engines (Google, Yahoo, MSN) including web copywriting.
- Evaluated web analytics data to determine success of organic search marketing efforts.
- Performed keyword research for various markets, analyzed competition, developed keyword target lists.
- Created and maintained link building strategies to assist client websites in achieving quality inbound links.
- Implemented lead generator programs through various lead-gen portals.
- Led SEO training seminars for small and large groups. Provided on-site and telephone search engine marketing training to clients.
- Optimized and distributed press releases for organic search.

The Kane Company, Portsmouth, NH

June 2004 – August 2005

Marketing Manager

- Developed and implemented marketing plans for NH-based commercial real estate company.
- Served as project manager for the redesign of the corporate website. Wrote all web content and managed development of website architecture.
- Created search engine marketing strategies and maintained accurate information on corporate website. Implemented and maintained Google pay-per-click (PPC) campaigns.
- Authored, designed, and oversaw print production for all marketing collateral including brochures, ads, tradeshow materials, and sell sheets.
- Wrote and distributed press releases to increase brand awareness.

WGBH, Allston, MA
National Promotion Department
Print Production/Traffic Manager

August 2005 – October 2005
August 2001 – May 2004

- Served as liaison between the National Promotion and Design departments.
- Managed and scheduled all print and online projects keeping within project budget for all National Promotion programs including, but not limited to, *Antiques Roadshow*, *Masterpiece Theatre*, *American Experience*, *Arthur*, *Zoom*, Martin Scorsese: *The Blues*.
- Assured that each project was completed on time and within budget.
- Provided layout and design support for press kits and marketing collateral.
- Coordinated WGBH's participation in bi-yearly press tour events. Managed the creation of all event materials within very tight deadlines and budgets.
- Streamlined the print production process, trained employees on new procedures, and authored a "Print Production Step-by-Step" Guide.
- Managed the roll-out of pressroom.wgbh.org – an online pressroom. Worked with members of the Interactive team to provide web content solutions and architecture recommendations.
- Wrote an instruction manual for posting materials to pressroom.wgbh.org and conducted group training sessions during roll-out phase.
- Designed a Web Promotion research intranet site via HTML.

Bernard Hodes Group, Cambridge, MA
Advertising Traffic Coordinator

July 1999 – March 2001

- Served as liaison between Account Executives and Design Department.
- Scheduled and oversaw print production for all design projects.
- Assigned Copy Writers and Designers to projects.
- Maintained project budgets and vendor relations.

Interim Technologies (Spherion), Boston, MA
Sr. Staffing Specialist/Marketing Specialist

June 1997 – July 1999

Copy Cop, Inc., Boston, MA

May 1987 – May 1997

Human Resources Representative (4/94 – 5/97)
Customer Service Representative (5/87 – 4/94)

SKILLS

Office: Word, Excel, PowerPoint

Design: InDesign, Quark Express, Adobe Photoshop, HTML, Dreamweaver

Database: FileMaker Pro, ACT, Access

SEM: Keyword Discovery, Wordtracker, Advanced Web Ranking, Advanced Link Manager, Google AdWords, PPC, SEO, Social Media, Blogging

Web Analytics: Google Analytics, HubSpot, Omniture, ClickTracks, WebTrends, HitWise

EDUCATION

Bachelors Degree in English/Marketing Communications, Framingham State College, 1993

CERTIFICATIONS/AFFILIATIONS

Certified Inbound Marketing Professional, Inbound Marketing University, 2009

Member, Greater Somersworth Chamber of Commerce, 2008 & 2009

Member, Greater Portsmouth Chamber of Commerce, 2010

Leadership participant, One More Referral 2009

Green ReliefMD, 2010

Maine Modern Medicines, 2010

REFERENCES: Available upon request.

Joseph G. Pickering Biography

Joseph G. Pickering, born at Maine Medical Center in Portland, Maine has lived with his family in Portland and throughout the state for close to 50 years. A graduate of the University of Southern Maine with a degree of Political Science in 1978; he worked for the Portland Press Herald/ Maine Sunday Telegram for 30 years in the advertising department. During which, he was the Unit Chair and Executive Board member for the Communication Workers of America/Portland Newspaper Guild representing over 350 members. Also during this time he was the Chairman, Vice-Chairman and Board member for the United Way of Portland representing the Guy Gannett Publishing Co.

He was an active member in organizing fund raising golf tournaments for the Jimmy Fund for the Dana Farber Institute and the Ronald McDonald House of Maine. He has also been active in organizing fund raising breakfasts and dinners for the Holy Cross School in South Portland and organizing the Thomas The Train visit at the Barbara Bush Children's Center at the Maine Medical Center. He currently organizes a Maine Down East Day in Essex County, N.Y. for the Toys For Tots program.

Since leaving the Portland Press Herald/Maine Sunday Telegram, he has owned and operated an advertising agency. Most recently he has contracted with the North Star Alliance through the Mid-Coast Business and Economic Development Center to work with the State of Maine agencies and non-profit associations which targeted marine related, boat building and composite industry businesses.

He has volunteered with youth organizations; coaching baseball, T-ball, Farm League, Little League, Junior League, Senior League and American Legion League along with basketball; 4th-6th grade boys and girls and 7th- 8th grade girls. Joe currently resides in South Portland with his wife and four children. He is looking forward to helping Maine Modern Medicines to expand the ability to assist the many medical patients in the State of Maine.

Biography

Brian E. Eagar CPC, CFBE, AAC,

A results oriented, hands-on C-Level executive, possessing a record of consistent successes improving organizational performance, talent management and service delivery processes. Experienced leader and developer of recruitment and human capital management programs and initiatives. Proficient at compiling, analyzing and presenting statistical and financial data and identifying emerging trends. An expert builder, trainer and director of high performance, large-scale recruitment and talent acquisition initiatives, organizational development with extensive experience in hospitality industry, restaurant, food sciences and manufacturing, lodging, private club and casino gaming sectors. Quick to identify developing trends and implement timely countermeasures. Superior team building, mentoring, communications and counseling skills.

Change Management

Led HR through four successful acquisitions involving re-establishing or developing processes and procedures, new benefits management, retention and leadership development programs.

National Staffing & Retention Initiatives

Design and delivery of corporate staffing strategy for 30,000-plus employee workforce; introduced the first system-wide resume tracking system via an ASP/Internet host; researched hiring and retention metrics and provided programs to resolve and reduce expense.

Organizational Development/Training/Policy Development

Design and implementation of corporate-wide management development programs; succession planning; individual performance plans; management of succession planning task force.

After completing his Bachelor of Science in Political Science in with the University of The Plains, in an accelerated international studies program in 1975, Eagar, who's family restaurants in New York which included Horn & Hardart Automats and a classic French fine dining operation, The Brielle Inn, furthered culinary pursuits as Chef Garde Manger at the 5 star Hotel Dusit Thani in Bangkok, the 5 star Hotel Oriental, also in Bangkok, Thailand, attended **Ecole Hôtelière de Genève's** Vieux Bois culinary and hotel school in Switzerland. While attending Vieux Bois, he did both internships and paid externships at the famed 5- star Beau Rivage Hotel in Geneva, later working under 3 star Michelin Chefs, Michelle duPuis, Francois LaParouzzez, Antoine Gerard, and with Jorgen Larsen, chef to the King of Denmark, as well as Francois Keller, Chef to the King of Belgium.

Eagar was selected to open Atlantic City's first hotel casino as Executive Chef in 1978, overseeing 550 culinary staff and a food budget of \$160,000,000.00 annually. His team of highly trained international culinarians secured numerous gold medals competing in a wide spectrum of events while participating in elite salons in New York, Chicago, Philadelphia and Washington, DC, and was named Chef of the Year in 1980 before being recruited by Caesars World of Las Vegas to open the 2nd casino in Atlantic City, Caesar's Boardwalk Regency Hotel as pre-opening Executive Manager of Food & Beverage and Executive Chef, promoted to also oversee Food & Beverage planning for the Lake Tahoe Caesars property.

Eagar served as private *Chef des Cuisines* aboard the Onassis family yacht during intercontinental sails, as personal Chef to United States Presidents Ronald Regan at the estate of Mr. & Mrs. Clinton DeWitt, President Gerald Ford and family at their residence in Rancho Mirage, and for President Jimmy Carter, Ambassador Henry Kissinger and General Al Haig regularly, in addition to a host of frequent political and business dignitaries, while President Carter wrote his memoirs at the exclusive private Henry Chauncey Conference Center & Hotel located in Princeton, NJ . Eagar later advanced to Director of Food &

Beverage and Hotel Operations Manager. He was inducted into the prestigious American Academy of Chefs in 1986.

Eagar served as Food & Beverage Director at the classic 5 star *Grande Dame* destination Oceanside resort, The Essex & Sussex Hotel, in Spring Lake, NJ and advancing General Manager during the third month at ownerships request.

He also served as General Manager for the ultra elite, private Ocean Beach Club in Elberon, NJ overseeing all overnight guest accommodations, 8 food & beverage outlets as well as pool, tennis and event management.

Eagar joined 2 star Michelin chef Jean-Louis Jallouix opening *Wally's Desert Turtle*, in Rancho Mirage, CA, which later was voted one of the top 3 restaurants in California, and cooked regularly at the private residences of Frank Sinatra, Calvin Klein, Clinton Dewitt, as well as Bob & Delores Hope before being engaged to design, plan and open the highly successful Rancho Mirage Country Club there and was accepted into the Club Managers Association of America.

He was selected to manage Boston's prestigious Harvard Club and provided interim management and reengineered Food & Beverage and service operations of their 2 locations in the Financial District and in Back Bay.

Eagar was recruited to become Executive Vice President of the Tumbledown Restaurant Group, which owned and operated 11 high visibility restaurants, clubs and entertainment anchor locations in Greenwich, CT, Cos Cob, CT, Port Chester, NY, New York, NY, Portsmouth, NH, Newport, Rhode Island and Bennington, VT and Tortola, BWI.

He later received additional training towards his Master of Science in Human Resources Administration at the Harvard Graduate School of Education in Cambridge, MA in 1985 before becoming Executive Vice President for the 550 office Snelling & Snelling Corporation out of Dallas, TX, where he organized and managed organization's Food & Hospitality Divisions for them from 1985 through 1990.

During that time, Eagar designed and taught curriculum for the Hotel and Food & Beverage Management programs at Chamberlain College, Mt. Ida College and Bunker Hill Community College as adjunct faculty, and frequently lectured to students in the Hotel and Hospitality Administration programs at Boston University, Johnson & Wales University and has been a guest lecturer at Cornell University as well as associations such as the National Association of Catering Executives, the Food & Beverage Executives of Boston, and the Food & Beverage Consultants Society International, as well as the Research and Development Chefs Association of America,

Brian Eagar's wide knowledge and experience in Food & Beverage and Culinary Arts linked him with many of the worlds best authorities and talent pools in the Food & Hospitality industry, encouraging him to become the founder in 1990 of Search International, a retained executive search practice specializing in international selection and placement of highly experienced club, hotel, exclusive resort and gaming executives, sales and marketing, finance professionals, chefs, private estate staff and managers, and food science manufacturing professionals, where he remains today in the capacity of Chief Executive Officer, overseeing the activities of it's offices located in Wakefield, New Hampshire, Newburyport, MA, Delray Beach, FL, Ashland, MA, , Essex, England, Denver, CO, and Nassau, Bahamas.

Mr. Eagar is frequently empanelled as a distinguished authority to officially judge culinary competitions sanctioned and governed by the American Culinary Federation both here in the United States as well as in international competitions abroad. He was invited to assist the team competition training events beginning in August of 2010 and management of the US Culinary Olympic Team competing in Erb, Germany and in Luxembourg in 2011.

Eagar has served in advisory capacity to investment banks including The M Group, Geneva Switzerland, Harvard Private Capital, Boston, as well as Goldman Sachs, New York and the Rockefeller Foundation in the development of such entities as Hard Rock Cafes, Ameristar Casinos, Las Vegas, Boston Market, Eat Well Incorporated, USA Golf, Bonita Land Management, Garrett Hotel Group, etc, and additionally consults to The Government of St. Lucia BWI, in international development as well as Joint venture management as well as management advisory consulting to CBS Broadcasting Company and The New England Patriots in development of Patriot Place , as advisor to the board of directors for Paramount Films as well as the board of directors for CBS for the development of the Patriot Place Hall of Fame, CBS Scene, National Amusements Showcase Cinemas and Showcase Live! He co-founded Sierra Mountain Software in 1994 with the Chief Compliance Officers of Beth Israel Medical Center in Boston and The Harvard Medical Group in Cambridge, MA to create the first ICD-9 compliant technology for the healthcare industry.

Eagar has served in an advisory board capacity to the several tribal nations assisting their efforts to attain federal legislative sovereignty. He supervised the selection of the legal team that successfully legislated California's Prop 5 which for the first time in US history, enabled expanded gaming and legal rights for all California tribal entities, and that established a Supreme Court ruling that provided precedent for future issues involving federal sovereignty.

Eagar attended Cass Business School at City University of London's International Executive Development Program while pursuing conferral award of doctoral status in the field of Organizational Development and Appreciative Inquiry.

He served as volunteer baseball coach and board member for the 1800-member league in Haverhill, MA for 6 years, Served on the Board of the National Association of Catering Executives for 1 year, was a board member for The Vatel Club, New York City, for 4 years, and was Food Committee Chairperson for the membership at the Ipswich Country Club, Ipswich, MA from 2001 through 2004, and Food and Hospitality Committee Chairperson of the Wentworth By The Sea Country Club from 2003 through 2005.

Eagar is the founder of the Non Profit, Maine Modern Medicines, a Maine not for profit Corporation.

He has a long-term involvement and relationships with some of the nations' most advanced medical and teaching hospital faculty and clinical directors, and has been a proponent of the scientific and medical community championing medical cannabis research, as well strong supporter of Maine's cancer patients community.

Anthony J. Ciechon
609 Ocean Ave. #34
Portland, ME 04103
anthonyjciechon@yahoo.com
(207)318-9205

Currently I am employed at Brian Boru, 57 Center St. Portland Maine, where I am a Doorman, Barback, and waiting tables. I graduated from Southern Maine Community College with an Associate in Science in December of 2008, graduating both Phi Theta Kappa, as well as High Honors. I am currently seeking my Bachelor Degree in both Mathematics and Accounting.

Experience:

April 08 – Sept 08

Goodwill Industries of Northern New England
Cumberland Avenue, Portland, Maine 04103

Duties: Accounts Payable Department. Created and implemented tracking spreadsheets for all invoices and purchase orders, matched all invoices and purchase orders, enter all relevant information into accounting software, auditing payroll as well as employee expense reports, printing checks bi-weekly, data entry of various payables, allocation of expenses, clerical duties.

June 07-April 08

Blue Tarp Financial

Via Bonney Staffing Agency, 334 Congress Street, Portland, Maine

Duties: Accounts Receivable Department. The daily processing of payments from customers and merchants, as they came in via check, EFT, or via a lockbox electronically, into an in-house accounting system. Full reconciliation of customer accounts, at the request of merchants, customers, as well as internally from other departments, such as credit or collections. Scanning and organizing sensitive financial documents into an online data base. Closely working together with Customer Service, Credit, Collections, as well as with merchants and customers, from all over the United States, through phone, fax, and e-mail, to resolve tax exemption issues, refunds, damaged materials, duplicate payments, etc. Daily use with software such as: Microsoft Excel, Outlook, Word, Wachovia Lockbox Imaging, Digitech System's Image Silo, as well as B.I.T.S., the in house accounting system.

January 07 – June 07

O'Hare Associates, CPAs, 85 E Street Suite 2N, South Portland, Maine 04106

Duties: This began as an internship program with Stephen Strand, my freshman semester, and then I was asked to come on full-time. Researching tax laws, customer account reconciliations, bank reconciliations, processing and filing federal and state tax extensions, as well as returns, client meetings, various administrative duties, data entry, filing, etc., Extensive work with Microsoft Word, Excel, QuickBooks, and Ultra Tax Software.

May 2006 - January 2007

Crickets Restaurant, 175 Lower Main St. Freeport, Maine 04032

Duties: Waiter, until the restaurant closed for good.

August 2006 - Present

SMCC Learning Center, 2 Fort Rd., South Portland, Maine 04106

Duties: Tutor Financial Accounting, Intermediate Accounting, Business Law, Intro to Business, and all levels of mathematics.

Education:

August 2006-Present

Southern Maine Community College, 2 Fort Rd., South Portland, Maine 04106

Graduation Date: May 2008

Degree: Associates in Business Administration

Major: Business Administration with concentration in Accounting

Accomplishments: Phi Theta Kappa, International Honor Society, Dean's List 3 semesters, and Graduating with High Honors

Volunteer Work:

The League of Young Voters, Portland, Maine

The Appalachian Trail at Camp Dodge, White Mountains of New Hampshire.

Snowboard Outreach Society, Summit County, Colorado.

Benjamin P. Campo Jr.
38 Foreside Rd.
Cumberland, Me. 04110
(207) 781-3736
bcampo@maine.rr.com

LICENSES: Admitted to Maine Bar

EDUCATION:

University of Maine School of Law, Portland, ME: JD received May 2002
Class Graduation Speaker
Deans List: Fall 2001, Spring 2002
Moot Court Board: Prize Arguer, Trilateral Competition
Student Bar Association: Vice President 2001, Representative 2000
Maine Association of Public Interest Law: President
Hobart College, Geneva, N.Y.: BA received June 1990
Major: English **Minor:** History

EXPERIENCE:

Drummond & Drummond, LLP	Portland, ME
Attorney at Law	December 2003-present
Civil and Commercial Litigation in general with a focus primarily in real estate, construction, banking, and collections law. Appellate Advocacy and transactional work also.	
Susan J. Szwed, P.A.	Portland, ME
Attorney at Law	March 2003-December 2003
Commercial Litigation with a focus on bankruptcy, collections.	
Law Offices of Daniel G. Lilley	Portland, ME
Law Clerk	April 2002-September 2002
Researched and drafted legal memorandum, motions, and pleadings.	
Lowry & Associates	Portland, ME
Law Clerk	May 2001-April 2002
Researched and drafted legal memorandum, motions, pleadings, briefs, and litigation materials.	
Murray, Plumb & Murray	Portland, ME
Legal Research & Writing	Summer 2000
Performed legal research and writing in preparation for litigation and administrative hearings.	
Disability Rights Center of Maine	Augusta, ME
Advocate	May 1996-August 1999
Advise and represent people with disabilities in discrimination cases. Managed a statewide campaign: involving media contacts, public relations, community contacts, and acting as a spokesperson for the agency. Conducted national trainings and outreach.	

OTHER EXPERIENCE:

- **Seminar Presentations** for Continuing Legal Education on Landlord/Tenant law
- **Seminar Presentations** for Changes to Maine Foreclosure Law
- **Board Member** for the Maine Organic Farmers and Gardeners Association
- **Maine Advisory Panel on Education of** Panel Member 1997-99 Children with Disabilities
- References are available upon request

ROGER J. SOUCY JR.
(207) 462-9218

PROFILE I have managed two businesses, and I own and operate my own business. I oversee all aspects of the business, while remaining ethical at all times. I am very organized, detail oriented, and dependable.

EXPERIENCE **OWNER**
Puroclean Water, Mold, & Fire Damage Specialists Livermore, Maine
2007-PRESENT

 This is a property disaster franchise, formally known as Purofirst of Western Maine. I own and operate all aspects of this business. I employ 7-15 people, depending on the workload. I work one on one with numerous insurance companies, and have an excellent reputation with all of them.

OWNER
Purofirst of Western Maine Jay, Maine 2003-2007
I bought this company from my parents and now oversee the financials as well as all other aspects.

GENERAL MANAGER
Purofirst of Western Maine Livermore Falls, Maine 1998-2003
This is a property damage and reconstruction franchise. I managed all employees and all of the projects from start to finish. This includes working one on one with insurance companies, subcontractors, and building supply stores. I also did marketing and sales for this company.

EDUCATION **LIVERMORE FALLS HIGH SCHOOL**
Livermore Falls, Maine — High School Diploma, 1990

KENNETH FOSTER VOCATIONAL SCHOOL
Farmington, Maine 1989-1990

SKILLS IICRC Certified in the following: Water Mitigation, Fire and Smoke Remediation, Odor Control, Mold Remediation, and Applied Structural Drying. Certified: Lead Safe Renovation, Asbestos Awareness, Subrogation, and Anabec Spraying.

 Training: Blood Borne Pathogens, Three Years of Business Coaching through Next Level Business Coaching, and Quickbooks.

MEMBERSHIPS Androscoggin County Chamber of Commerce
JLLF Chamber of Commerce
Better Business Bureau
Maine Public Broadcasting Network
Western Maine Business Professionals



Exhibit J

Bios of the Advisory Board

Primary Advisory Board

Dr. Dustin Sulak, DO

Ms. Randi White, Director of Education, Lahey Clinic

Mr. Ron Norton, Maine Green Cross

Dr. Dustin Sulak, DO

Dr. Sulak is an osteopathic physician, healing arts practitioner, teacher, and consultant. He works to optimize the healing system by addressing all aspects of a person: structural, biochemical, energetic, mental, emotional, spiritual, and lifestyle. He teaches patients how to care for themselves, and he knows that good health is much easier to obtain than most people believe. He uses conventional allopathic treatments when appropriate, though there are many more gentle and effective treatments that actually stimulate health, not just mask symptoms.

Dr. Sulak began practicing healing arts in 1998 with my initiation into Reiki through the Tera-Mai™ lineage. He received Reiki Sensei training and began teaching in 2000. In 2003 he discovered an impressive energy medicine modality called BodyTalk™, which was created by Reiki teachers and combines the best aspects of many healing systems. Later that year he became a certified BodyTalk practitioner. In 2004 he completed a 400 hour hypnotherapy training program at the Hypnotherapy Academy of America in Santa Fe, New Mexico, whose comprehensive curriculum includes Neuro-Linguistic Programming™ (NLP), Transforming Therapy™, medical hypnosis, natal regression, and past life regression. I am certified by The American Counsel of Hypnotherapist Examiners as a Clinical Hypnotherapist.

Ms. Randi White

Ms. White has held the positions of Director of Medical Education at Lahey Clinic, in Burlington, MA, as well as at Brigham and Women's Hospital for 6 years in Boston. She has also been the Director of Clinical Medical Education at Tufts University in Boston for 4 years, and consults to Major hospitals on Patient Education program development throughout New England.

Ron Norton

Harpswell, ME.

Phone: (207)729-2806

Cell- (207) 522-6106

e-mail ron@mainegreencross.org

Work Experience:

Oct 2006-Present; General Dynamics Corp Bath Iron Works, Marine Designer, 1st class designer working on the Stealth Destroyer DDG 1000, USS Zumwalt. Machinery core team, supporting design efforts in Machinery and training workers in CATIA. Teacher for Machinery at Electric Boat Groton, Ct. Currently working as a Field Engineer at the main yard in Bath Me.

August 2005-Present; Founded a Medical Marijuana program in Mid-Coast Maine called Maine Green Cross. Serving Patients around the Cumberland, Sagadahoc, and Androscoggin counties. Providing education, and Medical Products. <http://www.mainegreencross.org>. We are improving the quality of life for our patients.

June 2002-Aug 2006; Lead Artist for- DLA, An international team of game developers with work credits on several Bioware, (Atari -Wizards of the Coast, and Mattel Inc.) Digital Download Modules for use with NeverWinter Nights! Team members are from around the world like Canada, Germany, Brazil, Norway, Israel, Ireland, etc. We worked remotely with Bioware in Canada creating custom content for games such as Pirates of the Sword Coast, Infinite Dungeons, Dragon Lance Adventures, Wyvern Crown of Cormy.

1998-PRESENT; Freelance 3D Digital Artist , DIGIART. Harpswell, Maine. Using 3D Studio MAX w/several plug-ins, Photo Shop. Recently finished video post production of a PBS special due out in 2010 called the Don Tragedy. Created 6 scenes of potential sinking of the Don including exploding, and burning.

1990-1996; My wife and I were foster parents for several special needs and Autistic children. We ran a State licensed home registered thru DHS.

1988-1990; Commercial deep sea diver for Maine fishing industry. Dove thousands of dives for Urchins, Sea Scallops, Oysters, and Periwinkles. Usually during the winter months.

1985-1986; Photo-Lab Tech. / Graphic Artist, K.E.W. Professional Photo Labs, Norwalk, CT. Supervisor copy Dept. Produced color and B&W internegatives, prints, negatives, and large format transparencies, logo creation and airbrushed photo retouching for companies like: Pepsi-Cola, Golf Digest Magazine, BIC Inc., etc.

1980-1982; Supervisor B&W Printing / Photographer, U.S.S. Independence CV62, Norfolk, VA. Quality assurance, production coordination, machine maintenance & quality control and Ariel Photographer.

1977-1980; Photo-Lab Tech. / Photographer, Naval Intelligence Support Center (NISC), Suitland, MD. Layout of top-secret SATCOM imagery, production of slides, viewgraphs and prints (color & B&W) for distribution to the White House, Pentagon, and Dept. of Defense. Duties included- Studio Photographer, Chemical Mixing, B&W Printing, Copy Dept, Duty Photographer. I received a Top Secret clearance

Education:

2001; Completed course of instruction in 3D Studio MAX, at Bridge Education, Westbrook, ME.

1988; Bachelors of Arts Degree. Natural Sciences/Math, with an emphasis on computer sciences. University of Maine, at Farmington, ME. Courses included...Fortran77, Pascal 1,2, and 3, Computer Architecture, Operating Systems, on Mainframe computers. Created Diorama of Prehistoric life, included dozens of sculptures including Trilobites which I sculpted, created molds of, duplicated, assembled, and Airbrushed/ Hand painted.

1984; Airbrush Techniques, Steve Rubelmann, R&R Graphics, Orange, CT. Studied airbrushed photographic retouching.

1977; US NAVY Photographers "A" School, Photographic Training Command, Pensacola, FL. Learned basics of professional photography, as well as some advanced topics.

1976; High School Degree, Mt. Ararat High School, Topsham, ME. Studied Art and Photography.

1970-1974; Fine Arts Training, Alicia Stonebreaker, Brunswick, ME. Learned many forms of fine arts, discovered I had a natural ability for art. created Oil Paintings, Water colors, Pen and Ink, and Pastels. 2nd Place National Grange art contest for oil painting.

Additional Advisory Board Members:

Dr. Owen Pickus, DO JD

Dr. Lester Grinspoon, Professor Emeritus, Harvard University

Dr. Phillip Denney, MD, San Francisco Based Medical Marijuana Expert



Exhibit K
Letter of Intent
Maine Capital Partners, LLC

LETTER OF INTENT

Maine Modern Medicines
Attn: Brian Connoly, Brendan McGann
60 Young Street, South Berwick, Maine

August 16, 2010

Re: Investment – Maine Modern Medicine

Dear Main Modern Medicines,

Pursuant to our recent discussion, Maine Capital Partners LLC (the "Lender" or "Investor") has approved your request for financing with respect to the operations of Maine Modern Medicines, Inc. as a medical marijuana dispensary under the laws of the State of Maine. This approval is made under the following terms and conditions:

BORROWER:	Maine Modern Medicines., a Maine nonprofit corporation.
AMOUNT:	A term loan in the amount of \$1,000,000
RATE:	The interest rate shall be fixed for a period of four years at 16.5%.
FEES:	fees are waived
TERM:	The term of the loan shall be four years, with amortization based on four years.
PAYMENT SCHEDULE:	Monthly payments of principle and interest in the approximate amount of \$28597.01 shall be due starting three months from the loan closing date. Any unpaid principal and accrued interest shall be due at maturity.
CONDITIONS:	This loan is conditioned on Maine Modern Medicines, Inc. securing a valid Maine dispensary license. Upon unsuccessful application of securing said license, this agreement shall become null and void and any funds previously invested shall be due on demand.

Page 1 of 3



This loan is further conditioned on the representations made by Maine Modern Medicines, Inc. with respect to its business plan and estimated returns. See attached Exhibit A.

LATE FEE:

A late fee equal to six percent (6%) shall be charged on any payment more than fifteen (15) days late.

PREPAYMENT PENALTY: There will be no prepayment penalty assessed if Maine Modern Medicines, Inc. partially or fully prepays the loan.

INDEMNIFICATION:

Maine Modern Medicine, Inc. hereby indemnifies and holds harmless Maine Capital Partners, LLC, against any and all threatened, pending, or actual claims, liabilities, damages, or losses to which Maine Modern Medicines, Inc. or its affiliates may become subject to with respect to Maine Modern Medicines Inc.'s use, possession, or transfer of marijuana held by Maine Modern Medicines, Inc. for the benefit of its patients.

PERMITS, APPROVAL AND COMPLIANCE:

Maine Modern Medicines, Inc. shall provide to Lender or Lender's counsel at or w/in 30 days of closing copies of all state and municipal permits, approval and other regulatory and administrative permissions required by law.

FINANCIAL STATEMENTS:

Annually, Maine Modern Medicines Inc. shall furnish financial statements and such other evidence of Maine Modern Medicines, Inc.'s worth and income as the Lender shall require.

Maine Modern Medicines, Inc. shall bear all expenses incurred in connection with this loan including, but not limited to its attorney's fees and closing costs.

Any business conducted by Maine Modern Medicines, Inc. shall have all requisite licenses, permits and approvals to operate, including proper zoning.

This commitment shall not be assignable.

Any commitment given by the Lender shall expire if the commitment is not accepted by Maine Modern Medicines, Inc. in writing within ten (10) days of the date of this letter. The loan is expected to close within sixty (60) days of the date of this letter. Any extension to the above must be in writing signed by both parties.

The parties to this agreement agree that this commitment shall survive the loan closing contemplated hereunder and that each of the obligations and undertaking of Maine Modern Medicines, Inc. shall be continuing and shall not cease until the entire loan, together with interest and fees, is paid in full.

Page 2 of 3

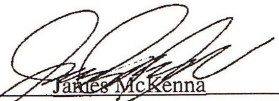


Both parties shall maintain the confidentiality of all of the other party's confidential information and shall not to use any such information disclosed except in connection with the contemplated transaction.

The provision of this agreement cannot be waived or modified unless such waiver or modification is issued in writing and signed by the parties to this agreement. Upon the successful assignment of a license, Maine Modern Medicines and Maine Capital Partners may agree to adjust the loan amount, length of loan, or decrease interest rate.

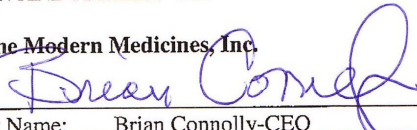
If the foregoing is satisfactory for your needs, please sign a copy of this letter and return it to the Lender.

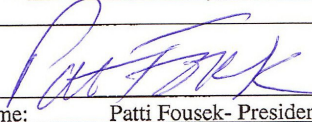
(LENDER)

By: 
Print Name: James McKenna
Print Name: Maine Capital Partners, LLC
Its: Manager

SEEN AND AGREED TO:

Maine Modern Medicines, Inc.

By: 
Print Name: Brian Connolly-CEO
Its: _____

By: 
Print Name: Patti Fousek- President
Its: _____

Page 3 of 3



Exhibit L
Business Plan
Maine Modern Medicines



Business Plan

Contents

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Goals and Mission Statement	165
Officers and Management Team	166
Financial Requirement	167
Marketing Plan	168
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NOTE: Table of Contents is not accurate due to the merging of the document with the application

Executive Summary

Maine Modern Medicines

Maine Modern Medicines (MMM) is a new Maine non-profit that will provide high quality Medicinal Cannabis and Holistic Health services to registered clients. MMM is scheduled to begin operations on or about January 2011.

MMM will provide a wide array of holistic and medical counseling with revenue generated from the agricultural growth, processing and dispensing of Medicinal Cannabis. In addition to the dispensary, MMM shall provide medical counseling in the areas of drug education, mental health, and holistic education including acupuncture, acupressure, chiropractic care and dietary care.

It is the intention of MMM to target small to medium sized general practitioners and medical firms in the awarded district, especially those doctors who deal with chronically ill patients. Our natural product and services are less destructive than traditional pharmaceutical pain medication.

Our business will be supported by strategic alliances with major medical facilities in the area as well as other medical professional groups. Doing so we can facilitate two-way communication with the medical community as we seek their endorsement.

The medical cannabis care sector in Maine is a newly evolving sector which is supervised by the Maine Department of Health and Human Services. This results in a highly regulated medical industry that requires each dispensary to comply with the following guidelines:

- Agricultural growth of Cannabis in a highly secured environment.
- Centrally located dispensaries in counties.
- Non-profit status.
- Drug counseling.
- Drug education.

In Maine, the medicinal cannabis industry has been limited to eight firms (one for each district) which range from one per county in the southern parts of the state to one per three counties in the northern part of the state.

It is estimated that approximately 2,200 current Maine patients are prescribed medical cannabis to patients with only limited suppliers who legally can cultivate and provide cannabis to only six patients at one time. Of the 12 states that have legalized medical cannabis, Maine has the lowest per capita cannabis usage with only 1% of the population prescribed medical cannabis. The average percentage for the 12 states is 1.90% per capita. MMM chose to utilize 1% when factoring in financial projections.

Market drivers in the medicinal industry include such pressures as drug abuse prevention, pain reduction, secure locations and quality of products. Today citizens of Maine, government, and medical organizations are more aware of the importance of healthy pain alternatives and have supported the efforts of this community as demonstrated by issuing the intent to award licenses. As a result, there is a growing demand for environmentally and biologically safe pain remediation. Key leading sectors within the medical industry illustrate that the potential patient group will grow to 22,800 patients in the state of Maine alone. Our marketing will identify the increasing demand for medicinal cannabis through mainstream markets of hospitals, medical groups and small medical practices. This is due to a number of key factors such as:

- Increasing number of alternate natural pain products from primary practitioners;
- Municipalities are more aware and demand tightened security policies and procedures for limiting competition;
- Major regulation shall protect market entry by others.

Our company's knowledge, experience and awareness of the caregiver services already provided are the driving forces behind the increasing demand for holistic care services like MMM and community markets will remain invaluable. Presently, the need for environmentally friendly medicinal cannabis delivered in a holistic approach is apparent and is growing.

MMM will differentiate itself in the marketplace in three areas: the owners have care giver experience in the industry for over six years; MMM has a centralized highly +-secured locations allowing ease of accessibility to patients; MMM has full holistic medical services to help grow our company's market base and support customer demand.

Product and Services

Maine Modern Medicines

Maine Modern Medicines (MMM) shall provide high quality Medicinal Cannabis and Holistic Health services to its clients. MMM will provide a wide array of holistic and medical counseling with the basis of revenue from the agricultural growth, processing and dispensing of Medicinal Cannabis. In addition to the dispensary, MMM shall provide medical counseling such as but not limited to counseling, drug education, mental health counseling and holistic education including acupuncture, acupressure, chiropractic care and dietary care.

MMM shall work with doctors who deal with chronically ill patients who would require our natural product and services in lieu of highly destructive pharmaceutical pain medication. Our corps products shall be of the highest grade including but not limited too: pill form, edible products and inhaling forms. Additionally, we shall work directly with licensed medical professionals providing medical care in an outpatient sequence.

Our intent is not to accept unused marijuana. The purpose of this policy is strictly for quality control preventing inferior product from infecting our dispensary. Additionally, the testing and control of such product is too costly to warrant such necessary inventory.

Making Medical Cannabis Affordable Program

Maine Modern Medicines is a committed non-profit organization that has as part of its mission statement, an objective to offer reduced cost or free services to our patients in the communities of District 1 – York County. It is our objective to turn no patient away based upon their financial needs, and the operating reserves generated at the center.

The “Making Medical Cannabis Affordable” (MMCA) will be offered to patients based on their family size (1- 5) and current income. The Dispensary Manager will process, as part of the confidential patient information, a copy of the past two year's income statements and or income tax returns, and an application for the MMCA program.

Goals and Mission Statement

Maine Modern Medicines

Maine Modern Medicines (MMM) has two goals: provide a professional dispensary service of Medicinal Cannabis in a Medical Office Building setting and medical services strictly pertinent to Holistic Health services to our clients. Furthermore, MMM will provide mental health counseling and holistic education including acupuncture, acupressure, chiropractic care, pain management through physical therapy and dietary care assistance to those patients who require such care.

Officers and Management Team

Brian Connolly, MPA- Acting CEO

Mr. Connolly is a former public sector finance and government administration executive with twenty plus years of experience in operations and finance management. His various roles include Town Administrator(CAO/COO/CFO), Director of Finance (CFO), Treasurer/Collector, Human Resources Director, and Chief of Budget and Finance along with a variety of community development roles. His non-profit experience includes service as board member, board leadership, staff, and volunteer on many non-profit organizations addressing homelessness, food assistance, legal, housing preservation, economic/community development, and professional services.

He work experience includes overseeing governance board operation and serving as department head and/or assistant manager in nine Massachusetts communities. In each role he was responsible for financial management, human resources, purchasing, board/community/political relations, public communications, emergency management, social services, and other general government responsibilities. These capacities required Mr. Connolly to cultivate and maintain collaborative working relationships with diverse constituencies ranging from elected officials, community opinion leaders, minority groups, religious organizations, business collaborative, and neighbors.

He earned his Certificate in Public Performance Measurement from Rutgers University in 2006, a Masters in Public Administration from Suffolk University in 1996, and his Bachelors in Economics from University of Massachusetts at Boston in 1987. Furthermore, Mr. Connolly is Honorably Discharged from the Massachusetts Army National Guard where he served for over ten years from high school, through college, and into full time employment.

Brian presently lives in Medford MA with his wife Karen and their two sons (one 13 years of age and the other 8 years of age).

Ronald Fousek

Ron Fousek is one of the original founders of Maine Modern Medicines. He currently provides Caregiver services under the Maine State law to patients needing medical cannabis. Prior to joining Maine Modern Medicines, Ron was an account manager with PFG Northcenter in Augusta Maine. While employed with PFG he successfully increased year on year sales of his route by 20% and led his team in sales of Kettle Soup products.

Prior to being employed by NorthCenter, Ron was employed by several restaurants in the local area including Varano's Restaurant in Wells, Maine where he served as the Executive Chef. He has also served as the Executive Chef at several restaurants in the United States including the Hotel Alex Johnson in Rapid City, South Dakota.

He also served in Desert Storm during 1990-1992 as well as tours in Korea, Japan and South West Asia. Having attended several universities across the United States that include the University of South Dakota, Black Hills State University as well as Boston University in the early 1990's Ron now resides in South Berwick, Maine with his wife.

Brian E. Eagar CPC, CFBE, AAC

Mr. Eagar is a results oriented, hands-on senior manager possessing a record of consistent successes improving organizational performance and talent management. Mr. Eagar has led HR through two successful acquisitions involving re-establishing or developing processes and procedures, new benefits management, retention and leadership development programs. He has also designed a corporate staffing strategy for 30,000-plus employee workforce; introduced the first system-wide resume tracking system via an ASP/Internet host.

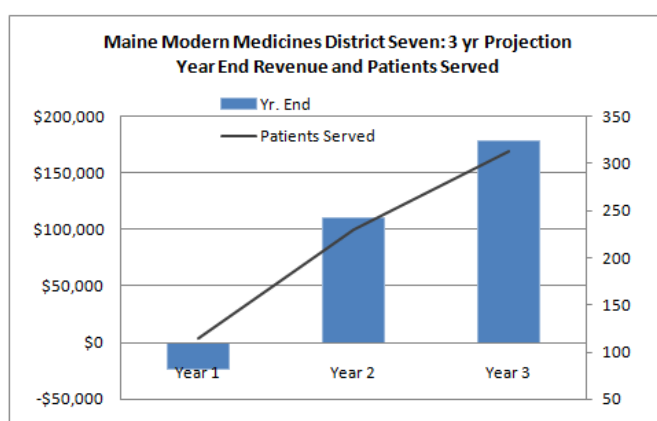
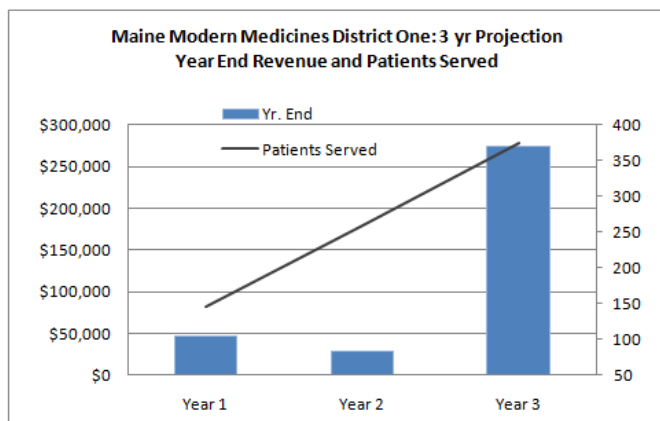
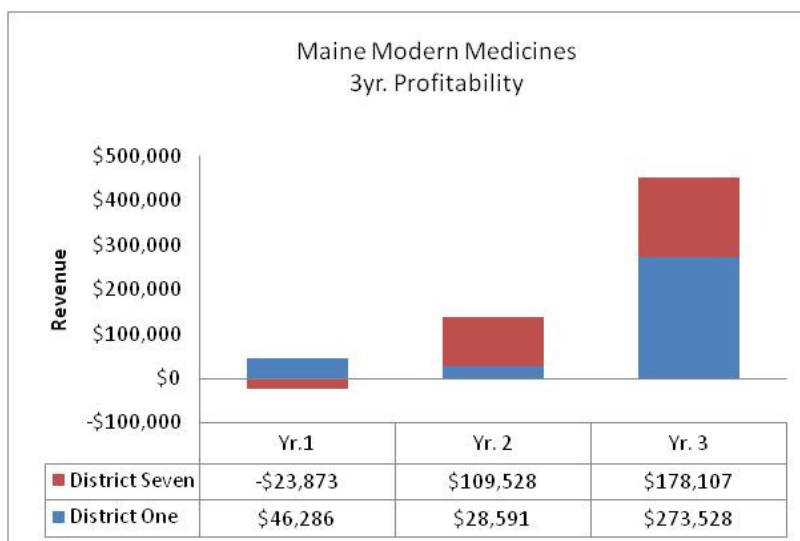
Eagar received additional training towards his Master of Science in Human Resources Administration at the Harvard Graduate School of Education in Cambridge, MA in 1985 before becoming Executive Vice President for the 550 office Snelling & Snelling Corporation out of Dallas, TX, where he organized and launched the organization's Food & Hospitality Divisions for them from 1985 through 1990.

Financial Requirement

Maine Modern Medicines

The company is projecting first year profit in District 1 and a loss in District 7. Countering these losses is projected segment growth and our use of very low participation rates in our initial finances. For both districts, as the customer base expands and our participation rate data is developed, we expect to be profitable in years two and three. Although our projections are based on very low participation assumptions, we feel confident that the rate will increase rapidly as our brand matures.

Our financial analysis indicates that we can achieve profitability in year 2 for both districts. Each graph below depicts our current financial forecast based on conservative estimates of patient participation and growth objectives.



The initial start up expenses are expected to not exceed \$500K for District One and \$250K for District 7. Capital funds will be for tenant fit-up, building improvements, specialized equipment, and agricultural equipment/machinery. The distribution of funds shall be phased in over a period of 10 months with exact amounts to be strictly followed to limit exposure to interest expense. All of these funds will be direct community investments for construction, supplies and services. MMM leadership is fortunate to have built strong business relationships with many Maine merchants and will make sure that we purchase locally whenever possible.

Marketing funds will be used for trade show specific items, trade show attendance, print materials, medical industry advertisements, internet advertising. Business support funds will be utilized to compensate all identified MMM staff and contracted services.

All financing is being provided by line of credit with a venture capital firm. As our company grows, it is our plan to examine replacing this debt with other instruments from FDIC institutions at more favorable lending terms. We will pursue traditional methods of financing as needed, based on year end projections. MMM is confident that with the proper customer data, strong financials, and a record of excellent management, we will obtain such financing within 12-18 months of opening.

Marketing Plan

Maine Modern Medicines

The key to success for Maine Modern Medicines (MMM) will be the ability to attract the initial patients in the district through licensed medical professionals. Entry to the industry is limited to eight dispensaries. Our professional staff, the ability to grow superior medicinal cannabis and the community development service and education shall through communities and other medical institutions are a successful formula for MMM. Cost control, particularly with regard to sales and marketing programs, will enable controlled expansion that is fully funded by internal cash flow.

The purpose of this marketing plan is to raise the level of awareness of MMM to increase our patient base.

Marketing tactics:

- Website
- Social Media
- Media Releases
- Seminars/Events
- Postcards
- Email
- Newspaper Ads
- Brochures
- Trade shows
- Seminars
- Transit Ads

Conclusion

Maine Modern Medicines is positioned to be highly professional, well recognized medicinal cannabis provider. Future growth prospects are favorable since we shall be the only dispensary until the state makes adjustments to existing law. Additionally, we fully anticipate that our growth will be assured as health care providers are educated on our services and products. With our direct contact among health care providers in both District One and District Seven we believe we will be a driving force in our industry.

We at MMM personally thank you for reviewing this plan and application. Should you require any clarification on the information contained herein, we may be reached at the contact information stated below.

Brian Connolly, CEO
Maine Modern Medicines
60 Young Street
South Berwick ME 03908
h-781-395-8680
c-617-943-6575
Email: brianconnolly27@yahoo.com

In highest regards,

A handwritten signature in cursive script that reads "Brian Connolly". The signature is fluid and stylized, with the first and last names clearly legible.

Brian Connolly, CEO
Maine Modern Medicines



Exhibit M

Letters of Recommendation

1575 TREMONT STREET SUITE 702 • BOSTON, MA 02120
PHONE (617) 515-2884 • EMAIL: MORILE_RANDI@YAHOO.COM
MEDICAL EDUCATION TRAINING & DEVELOPMENT

RANDI L. WHITE

August 16, 2010

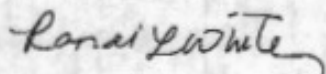
I have known Brian Eagar professionally for over 25 years and am pleased to write a letter of support for **Maine Modern Medicines**.

Mr. Eagar has a distinguished record in academics and is a highly successful business owner with a commitment to patient care, education and awareness.

During the years I served as Director of Medical Education at Lahey Clinic and Tufts Medical Center Mr. Eagar demonstrated both an interest and passion for patient care and education.

I am pleased to provide Maine Modern Medicines with advisory services as they implement the highest quality patient care services.

Respectfully,



Randi L. White

Maine Medical
PARTNERS
Neurosurgery & Spine

August 19, 2010

Neurosurgery

Joseph T. Alexander, MD, FACS
Korael N.M. Barth, MD
William F. D'Angelo, MD, FACS
Ralph D. Duss, MD
Jeffrey E. Flannan, MD
George R. Koth, Jr., MD
Lee L. Thibodeau, MD, FACS
John B. Walsh, MD
James T. Wilson, MD

Physical Medicine &
Rehabilitation

Nancy A. Bell, MD
Douglas Boston, MD
Elwood I. Fox, DO
Robert B. Keller, MD
John Per, MD
Alan Hill, PA-C
Ellen Murphy, RNP

Osteopathic Medicine

Alicia Smolowski, DO

Physical Therapy

Kate DeLoane Rhea, PT

Dear State Representatives:

I would like to submit a letter of recommendation for Brian E. Eagar, founder of Maine Modern Medicines. He has a vision for detail, a commitment to patient care, education and awareness. Their group continually strives for advancement of scientific analysis and efficacy. I have known Brian for over 40 years. He is a compassionate, educated and successful businessman, with a commitment to assisting patients in need.

Cordially yours,
Alison P. Jones R.N. / Maine
207-653-5656

Shelley McIntyre Draper, P.C.

**Attorney at Law
50 Milk Street 20th FL
Boston, MA 02109-5003**

Telephone: (617) 285-7904

email: sdraper617@aol.com

Brian Eagar
Maine Modern Medicines
P.O. Box 11
Acton, ME 04001
via email

August 17, 2010

Re: Maine Modern Medicines

To Whom it May Concern;

I am pleased to highly recommend Brian Eagar. I have known Mr. Eagar for more than ten years, in both a professional capacity and as a friend. He is an individual who is highly ethical, caring, responsible, hard working and intelligent. He not only has excellent interpersonal skills, but he regularly puts the interests of others ahead of his own. He has experience operating a business as well as a keen interest in learning. He possesses both HR and business management acumen.

Mr. Eagar has extensive experience with the cancer patient community, including patient care and advocacy, and, as a property owner in Maine where I reside for portions of the year, I believe that his organization, Maine Modern Medicines, will help to provide Maine's patient community with dedicated patient care and highly organized and professional management and skilled administration.

Please do not hesitate to contact me. Thank you.

Yours truly,


Shelley M. Draper

16-aug-2010
2 railroad Ave #201
South Berwick Maine

To whom it may concern:

I am a hemiplegic stroke survivor, who discovered; through recreational use that marijuana had myriad beneficial effects (relaxing my tone, improving my sleep and mood. I moved to Maine to be closer to family and, in no small part due to the medical marijuana law.

I discovered, yet again, that I have a brown thumb, and growing indoors was prohibitively expensive.

Essentially by accident, I discovered Maine Modern Medicines, and learned about the compassionate caregiver aspects of the law.

Maine Modern Medicines is a very good example of the law serving as intended. They have reduced my costs, increased the regularity and quality of my medicine. They have also provided me with a replacement for my broken vaporizer. They also run minimal errands for me during deliveries (providing fill in for my home health aide

The folks at Maine Modern Medicines do a great job of caring for this patient.

Sincerely yours

Harry L. Lee

Note: Harry is a current medical cannabis patient of Ron Fousek

Dear Ms. Cobb and the Application Review Panel:

I am a current medical cannabis patient of Ron Fousek from Green Relief MD. I found Green Relief by talking with some folks I know in the medical marijuana community. Ron came highly recommended as a caregiver.

I have been extremely pleased, not only with the quality of medical cannabis I receive from Ron, but also the quality of customer service. He not only delivers my medicine at a time that is convenient to me, but does so with confidentiality and utmost concern for my safety. Whenever I speak with Ron, he is very pleasant and truly cares about my well being.

When Ron told me he was applying for a Dispensary license with Maine Modern Medicines, I was very excited to hear the news.

I completely support Ron and Maine Modern Medicines in their pursuit of a Dispensary in Maine.

Sincerely,

Jason F.

Note: Jason is a current medical cannabis patient of Ron Fousek.